

F97000006564

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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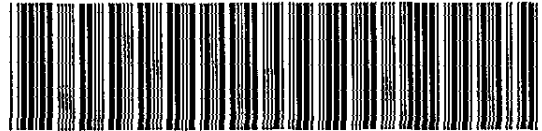
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2002 DEC 24 PM 4:24

RA Change  
1/8/03  
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**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** PMC Marketing Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** F97000006564

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Laura J. Cognetti  
(Name of person)

PMC Securities Corporation  
(Name of firm/company)

500 Australian Avenue, South, STE. 850  
(Address)

West Palm Beach, FL 33401  
(City/state and zip code)

For further information concerning this matter, please call:

Laura J. Cognetti at ( 561 ) 820.0019  
(Name of person) (Area code & daytime telephone number)

Enclosed is a \$35.00 check made payable to the Department of State.

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of New York in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: PMC Marketing, Inc.  
2. The principal office address: 515 Madison Avenue, 23rd Floor  
New York, NY 10022  
3. The mailing address (if different): \_\_\_\_\_

4. Date of incorporation/qualification: 8/1989 Document number: F97000006564

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Corporation Service Company  
1201 Hays Street  
Tallahassee, FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Laura J. Cognetti (PMC Securities Corporation)  
500 Australian Avenue South STE. 850  
(P.O. Box or personal mailbox NOT acceptable)  
West Palm Beach, FL 33401

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

 (Signature of an officer, chairman or vice chairman of the board) Laura J. Cognetti (Printed or typed name and title)  
Vice President  
Chief Compliance Officer

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

 (Signature of Registered Agent) 12/9/02 (Date)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name) Laura J. Cognetti  
Vice President  
Chief Compliance Officer  
(Capacity)

\*\*\* FILING FEE: \$35.00 \*\*\*

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:  
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314