



F98000000065

APRIL 29, 2002

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*****35.00 *****35.00

FLORIDA SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Corporate Filing Dept.

Re: **TALENT TREE OF CALIFORNIA, INC.**

Dear Filing Officer:

Enclosed please find a Statement of Change of Registered Office/Agent for the above referenced name, which is to be filed in your office. Also enclosed is our check #3793 in the amount of \$35.00 for the filing fee. After filing please return to me the file-stamped copy in the enclosed self-addressed envelope. If you have any questions please contact x153 at 800-345-4647.

Thank you,

Myra Simmons

Myra Simmons
Registered Agent Services
Enclosures

FILED
02 MAY -6 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Return acknowledgment to:

★
Capitol Corporate Services, Inc.
P.O. Box 1831 Austin, TX 78767
800/345-4647

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5-13*

**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, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: TALENT TREE OF CALIFORNIA, INC.

2. The mailing address of the corporation is: _____
9703 Richmond Avenue, Houston, TX 77042

3. Date of incorporation/qualification: 1/5/98 Document number: F98000000065

4. The name and address of the current registered agent and office:

C.T. Corporation System
1200 S. Pine Island Rd.
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Capitol Corporate Services, Inc.
1333 North Duval St.
Tallahassee, FL 32303

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.

Samuel S. Crocker

(Signature of an officer, chairman or vice chairman of the board)

April 26, 2002

(Date)

V.P. + Secretary Samuel S. Crocker
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Cheryl Roberts

(Signature of Registered Agent)

5-1-02

(Date)

If signing on behalf of an entity:

CHERYL ROBERTS

(Typed or Printed Name)

PRES.

(Capacity)

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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA