



THE UNITED STATES
CORPORATION
COMPANY

F98000005770

ACCOUNT NO. : 072100000032

REFERENCE : 042850 4814233

AUTHORIZATION : *Patricia Pigeto*

COST LIMIT : \$ 35.00

ORDER DATE : November 24, 1998

ORDER TIME : 2:45 PM

ORDER NO. : 042850-015

CUSTOMER NO: 4814233

CUSTOMER: Ms. Christine Vogt
Morris Manning & Martin
1600 Atlanta Financial Center
3343 Peachtree Road, N. E.
Atlanta, GA 30326

CHANGE OF AGENT

NAME: THOROUGHBRED ACQUISITION, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

900002696029--5

CONTACT PERSON: Christopher Smith

FILED
98 NOV 24 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 NOV 24 PM 3:30
TALLAHASSEE, FLORIDA

RFchg
AKG
11/25

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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 Georgia 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: _____

THOROUGHbred ACQUISITION, INC.

2. The mailing address of the corporation is: SUITE 450, 1765 THE EXCHANGE

ATLANTA, GA 30339

3. Date of incorporation/qualification: October 15, 1998 Document number: F98000005770

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

CT CORPORATION SYSTEM

1200 SOUTH PINE ISLAND ROAD

PLANTATION, FL 33324

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

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

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.

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

(Date)

GARY PLUMMER VP
(Printed or typed name and title)

(Date)

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.

Corporation Service Company

Karen B. Rozar
(Signature of Registered Agent)

11/24/98
(Date)

If signing on behalf of an entity:

KAREN B. ROZAR

Assistant Vice President

(Typed or Printed Name)

(Capacity)