



THE UNITED STATES  
CORPORATION  
COMPANY

F99000000974

ACCOUNT NO. : 072100000032

REFERENCE : 478433 7159293

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED  
99 NOV 12 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 11, 1999

ORDER TIME : 10:21 AM

ORDER NO. : 478433-015

CUSTOMER NO: 7159293

CUSTOMER: Linda Poccia, Legal Asst  
Interliant, Inc.  
Two Manhattanville Road

Purchase, NY 10577

RA  
Change

000003042420--4

CHANGE OF AGENT

NAME: TELEPHONETICS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar

RECEIVED  
99 NOV 12 AM 10:45  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ADR  
11/12/99

**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: TELEPHONETICS, INC.

2. The mailing address of the corporation is: 4330 N.W. 207th Drive, Miami, FL 33055

3. Date of incorporation/qualification: 1/26/99 Document number: F99000000974

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

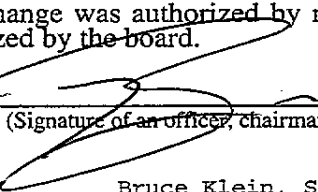
United Corporate Services, Inc.  
9200 South Dadeland Blvd., Suite 508  
Miami, FL 33156

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 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.

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

11/2/99  
(Date)

Bruce Klein, Secretary  
(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.

By:   
(Signature of Registered Agent)

11/11/99  
(Date)

If signing on behalf of an entity:

Mary Wheeler  
(Typed or Printed Name)

authorized person  
(Capacity)

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