

F990000002933

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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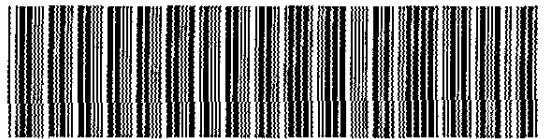
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

C. Coulliette NOV 22 2002



ACCOUNT NO. : 072100000032
REFERENCE : 780124 7157369
AUTHORIZATION : *Patricia Pizot*
COST LIMIT : \$ 35.00

ORDER DATE : October 11, 2002
ORDER TIME : 2:49 PM
ORDER NO. : 780124-775
CUSTOMER NO: 7157369
CUSTOMER: Ms. Leticia Magana
Quanta Services, Inc.
1360 Post Oak Blvd
Suite 2100
Houston, TX 77056

CHANGE OF AGENT

NAME: DILLARD SMITH CONSTRUCTION
COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

**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 :

DILLARD SMITH CONSTRUCTION COMPANY

2. The mailing address of the corporation : 4001 Industry Drive

Chattanooga, TN 37416

3. Date of incorporation/qualification: June 8, 1999

Document number: F9900000293

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

Capitol Corporate Service, Inc.

1333 North Duval Street

Tallahassee, FL 32303

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

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

11-18-2002
(Date)

Patricia Pizzuto, Attorney in Fact

(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.

Corporation Service Company

Deborah D. Skipper
(Signature of Registered Agent)

11-18-02
(Date)

If signing on behalf of an entity:

Deborah D. Skipper

(Typed or Printed Name)

Asst. V. Pres.

(Capacity)

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