

G56167



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 695453 7197172

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizeto

ORDER DATE : May 12, 2000

ORDER TIME : 12:49 PM

ORDER NO. : 695453

CUSTOMER NO: 7197172

CUSTOMER: Ms. Miriam Katz
National Financial Partners
1301 Avenue Of The Americas
30th Floor
New York, NY 10019

KA
Change

3000003304723--1

CHANGE OF AGENT

FILED
00 JUN 26 PM 4:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME: FDR FINANCIAL GROUP, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

RECEIVED
00 JUN 26 PM 1:40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DR
6/26/00

**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 FLORIDA 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: FDR FINANCIAL GROUP, INC.

2. The mailing address of the corporation is: 1301 AVENUE OF THE AMERICAS, 30TH FLOOR

NEW YORK, NY 10019

3. Date of incorporation/qualification: 8/17/1983

Document number: G 56167

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

ROBERT W. KRAMER

4000 HOLLYWOOD BLVD, STE 495 S

HOLLYWOOD, FL 33021

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

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TALLAHASSEE, FLORIDA

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.

Miriam A. Katz

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

June 19 2000

(Date)

Miriam L. Katz Asst 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: Tabatha Fiorelli

(Signature of Registered Agent)

6/21/00

(Date)

If signing on behalf of an entity:

TABATHA FIORELLI

(Typed or Printed Name)

ASST VP

(Capacity)

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