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H97549

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((H98000015313 3))

TO: DIVISION OF CORPORATIONS
(850) 922-4000

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH

PHONE: (212) 431-5000

FAX #:

(212) 431-5111

NAME: GOULD PUBLICATIONS INC.

AUDIT NUMBER.....H98000015313

DOC TYPE.....REGISTERED AGENT CHANGE

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PAGES..... 1

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TALLAHASSEE, FLORIDA

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H98000015313

Florida Department of State, Sandra B. Mortham, Secretary

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 617.1509, 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.

1a. The name of the corporation is: GOULD PUBLICATIONS INC.1b. Date of incorporation 2/4/86 Document number H97549

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

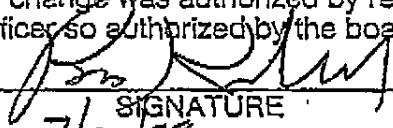
XL CORPORATE SERVICES, INC., 216 West College Avenue, Tallahassee, FL
32302

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

XL CORPORATE SERVICES, INC., 4435 Old Winter Garden Road, Tallahassee, FL
32802

The street address of its registered agent 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.


 7/31/98
 DATE

Bruce K. Gould, President
 Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Blumberg Excelsior
 62 White St.
 NY, NY 10013
 212-431-5000

SIGNATURE 
 Marc Moel, Ass. Sec. (Registered Agent) For: XL Corp. Svs.
 DATE 8/18/98

H98000015313

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

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