

K07306



ACCOUNT NO. : 072100000032

REFERENCE : 265585 7136747

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pujols

ORDER DATE : June 7, 1999

ORDER TIME : 3:41 PM

ORDER NO. : 265585

200002904332--8

CUSTOMER NO: 7136747

CUSTOMER: Mr. Warren Oates
Philips Electronics North
1251 Avenue Of The Americas

New York, NY 10020

RECEIVED

99 JUN 14 PM 4:39

RECEIVED
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

CHANGE OF AGENT

NAME: PHILIPS MARKETING SERVICES,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

FILED
99 JUN 14 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. COULLIETTE JUN 15 1999

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 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: PHILIPS MARKETING SERVICES, INC.
2. The mailing address of the corporation is: 100 E. 42nd Street, New York, NY 10017
3. Date of incorporation/qualification: 12/16/87 Document number: K07306
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.

WARREN T. OATES, JR.
(Signature of an officer, chairman or vice chairman of the board)

5/28/99

(Date)

WARREN T. OATES, JR.

ASSISTANT SECRETARY

(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.

Carol K. Dolor
(Signature of Registered Agent)

6/10/99
(Date)

If signing on behalf of an entity:

Carol K. Dolor, Asst. Vice President

(Typed or Printed Name)

(Capacity)