

CT CORPORATION SYSTEM

L00000005473

March 1, 2001

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*****25.00 *****25.00

Corporate Records Bureau
Division of Corporations
409 East Gaines St.
Tallahassee, Florida 32399

Re: HARBOURVEST, L.L.C.
Order #: 3735652

L-5473

Dear Filing Officer:

As requested by counsel, we enclose for filing Change of Registered Office or Registered Agent on behalf of the above named corporation, together with the funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to my attention via regular mail in the enclosed self-addressed stamped envelope.

If you have any questions or if for any reason the filing cannot be effected, please notify this office of the details by calling our toll-free number: 800-324-0754.

Very truly yours,


Denise Bell
Customer Specialist

db

Enclosure(s)

FILED
01 APR 16 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56

1021 Main Street
Suite 1150
Houston, TX 77002
Tel. 713 658 9486
Fax 713 658 9720



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 16, 2001

DENISE BELL
CT CORPORATION SYSTEM
1021 MAIN ST SUITE 1150
HOUSTON, TX 77002

SUBJECT: HARBOURVEST, L.L.C.
Ref. Number: L00000005473

We have received your document for HARBOURVEST, L.L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 301A00016253

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01 APR 16 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company 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 limited liability company is: HARBOURVEST, L.L.C.

2. The mailing address of the limited liability company is: 10481 Six Mile Cypress Parkway
Fort Myers, Florida 33912

May 12, 2000

L00000005473

3. Date of filing/registration in Florida

4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

James E. Curry

Name

10481 Six Mile Cypress Parkway

Address

Fort Myers, Florida 33912

City, State and Zip

6. The name and address of the new registered agent and/or office:

C T Corporation System

Name

1200 South Pine Island Road

Florida street address (P.O. Box NOT acceptable)

Plantation, FL 33324

FL

City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Steven E. Lane

(Signature of a member or authorized representative of a member)

Steven E. Lane, VP of USHHH, INC., Member

(Printed or typed name of signer)

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 obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Jennifer J. McBurnett

(Signature of Registered Agent)

Jennifer J. McBurnett
Assistant Secretary

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

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01 APR 16 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA