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Division of Corporations

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REGISTERED AGENT CHANGE  
PROGRESSIVE EMPLOYER SERVICES V, LLC

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Statement of Change of Registered Office  
for  
**PROGRESSIVE EMPLOYER SERVICES V, LLC**  
(for-profit limited liability company)

Pursuant to the provisions of section 608.416, Florida Statutes, the undersigned limited liability company, (the "Company"), submits the following statement in order to change its registered office in the State of Florida.

1. The name of the Company is **Progressive Employer Services V, LLC**.
2. The mailing address of the Company is **6407 Parkland Drive, Sarasota, FL 34243**.
3. The date of filing of this Company is **July 22, 2004**.
4. The document number for this Company is **L04000054485**.
5. The name of the registered agent and the registered office as currently shown on the records of the Florida Department of State are **Michael P. Corley, 7560 Commerce Court, Sarasota, FL 34243**.
6. The name of the registered agent and the new registered office of the Company are **Michael P. Corley, 6407 Parkland Drive, Sarasota, FL 34243**.

The foregoing Statement of Change was authorized by an affirmative vote of the members of the Company or as otherwise provided in the articles of organization or the operating agreement of the Company.

Progressive Employer Services V, LLC  
By: Westwind Holding Company, LLC  
Its: Member/Manager

Dated May 24, 2006

  
By: Michael P. Corley, Manager

*I hereby accept the appointment as registered agent of the above named Company and I agree to act in this capacity. I further agree to comply with the provisions of all statutes relating 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, Florida Statutes. This document is being filed to merely reflect a change in the registered office address and I hereby confirm that the above named Company has been notified in writing of this change.*

Dated May 24, 2006

  
Michael P. Corley, Registered Agent

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