

M990000001874



ACCOUNT NO. : 072100000032

REFERENCE : 816108 7222903

AUTHORIZATION :

COST LIMIT : \$ ~~35.00~~ \$25.00

ORDER DATE : August 30, 2000

ORDER TIME : 2:28 PM

ORDER NO. : 816108-010

CUSTOMER NO: 7222903

CUSTOMER: Ms. Marci Derrick
Trx, Inc.
6 West Druid Hills Drive
Atlanta, GA 30329

200003378162--4

CHANGE OF AGENT

M99-1874

NAME: WORLDTRAVEL TECHNOLOGIES,
L.L.C.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 30 AM 8:41

RECEIVED
00 AUG 30 PM 3:57
DIVISION OF CORPORATIONS
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: WORLDTRAVEL TECHNOLOGIES, L.L.C.

2. The mailing address of the limited liability company is: _____

6 WEST DRUID HILLS DRIVE, ATLANTA, GEORGIA 30326

3. Date of filing/registration in Florida 11/23/1999

M99000001874

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:

CT CORPORATION SYSTEM

Name

1200 SOUTH PINE ISLAND ROAD

Address

PLANTATION, FLORIDA 33324

City, State and Zip

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

Corporation Service Company

Name

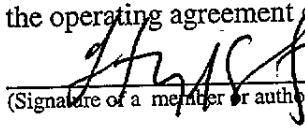
1201 Hays Street

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

Tallahassee FL 32301

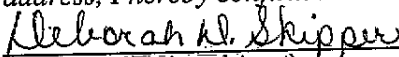
City, State and Zip

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.


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

TIMOTHY J. SEVERT, Executive Vice President of
(Printed or typed name of signee) TRX, Inc. - Sole Member

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.


(Signature of Registered Agent)

Deborah D. Skipper
as its agent

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 30 AM 8:41