

# N98000004287



ACCOUNT NO. : 072100000032

REFERENCE : 880438 4355031

AUTHORIZATION : *Patricia Pizante*

COST LIMIT : \$ 35.00

FILED  
00 NOV -3 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 30, 2000

ORDER TIME : 9:18 AM

ORDER NO. : 880438-05

CUSTOMER NO: 4355031

CUSTOMER: Ms. Kandis A. Ulrich  
Bingham Dana Llp  
1120 20th Street, N.w.  
Suite# 800  
Washington, DC 20036

*RA  
Change*

400003451814--8

CHANGE OF AGENT

NAME: MWH CORPORATION #12

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 NOV -3 AM 10:38  
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SUFFICIENCY OF FILING

CONTACT PERSON: Susie Knight EXT: 1156

*AR*  
*11/6/00*

**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: MWH CORPORATION #12
2. The mailing address of the corporation is: c/o TA Associates Realty, 28 State Street, 10th Floor,  
Boston, MA 02109
3. Date of incorporation/qualification: July 23, 1998 Document number: N98000004287
4. The name and address of the current registered agent and office:

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

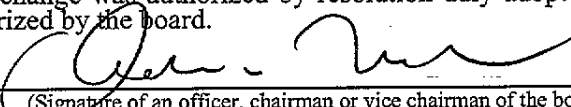
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

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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.

  
(Signature of an officer, chairman or vice chairman of the board)

8-29-2000  
(Date)

Andrew M. Neher, Secretary

(Printed or typed name and title)

*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.*

By:

  
(Signature of Registered Agent)

11-1-2000

(Date)

If signing on behalf of an entity:

Carol K. Dolor

(Typed or Printed Name)

Assistant Vice President

(Capacity)

**\*\*\* FILING FEE: \$35.00 \*\*\***