



P0000026548

ACCOUNT NO. : 072100000032

REFERENCE : 692875 4303929

AUTHORIZATION

Patricia Pizant

COST LIMIT : \$ 35.00

FILED
2002 AUG -6 AM 11:15
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : August 5, 2002

ORDER TIME : 9:47 AM

ORDER NO. : 692875-075

CUSTOMER NO: 4303929

500006915975--9

CUSTOMER: Mr. Daniel Sanchez-galarraga
Greenberg Traurig, P.a.
1221 Brickell Avenue
21st Floor
Miami, FL 33131-3238

CHANGE OF AGENT

NAME: TELEFONICA USA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

RECEIVED
02 AUG -6 AM 10:23
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

CONTACT PERSON: Ellyn Herndon -- EXT# 1145

EXAMINER: _____

C. Coulliette AUG 06 2002

**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 : TELEFONICA USA, INC.

2. The mailing address of the corporation : 1221 Brickell Avenue, Suite 1200, Miami FL 33131

3. Date of incorporation/qualification: March 15, 2000 Document number: P00000026548

4. The name and address of the current registered agent and office:

CT Corporation System

1200 S. Pine Island Rd.

Plantation, FL 33324

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

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

FILED
2002 AUG -6 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

P. Menendez SECRETARY
(Signature of an officer, chairman or vice chairman of the board)

6/28/02
(Date)

Patricia Menendez Cambo 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.

Maureen Cullen
(Signature of Registered Agent)

8/5/02
(Date)

If signing on behalf of an entity:

Maureen Cullen
(Typed or Printed Name)

Asst. Vice President
(Capacity)

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