

P00000112547

(Requestor's Name)

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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA



FILING REQUEST

May 17, 2004

FLORIDA SECRETARY OF STATE

Type of Filing: CHANGE OF REGISTERED AGENT
Subject(s): PHONE1, INC.
Form(s) Enclosed: STATEMENT OF CHANGE OF REGISTERED OFFICE/AGENT

Supporting Document(s): NONE
Check Enclosed: CHECK #15394 FOR \$35.00
Return Via: REGULAR MAIL
Filing Method: ASAP

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TALLAHASSEE, FLORIDA

PLEASE RETURN TO: PREMIER CORPORATE SERVICES, INC.
590 PARK STREET, SUITE 6
ST. PAUL, MN 55103

Please call me at 1-800-227-1256 if there are any questions.

Thank you!

Jackie Sorman

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, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Phone1, Inc.
2. The principal office address: 100 N. Biscayne Blvd, 25th Floor, Miami, FL 33132
3. The mailing address (if different): _____

4. Date of incorporation/qualification: 12/7/2000 Document number: P00000112547

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

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

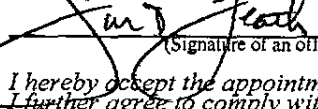
6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

NRAI Services, Inc.
526 E. Park Avenue
(P.O. Box or personal mailbox NOT acceptable)
Tallahassee, FL 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, or the corporation has been notified in writing of the change.


(Signature of an officer or director) Jon Leath, VP-Regulatory Affairs
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

NRAI Services, Inc.
by: 
(Signature of Registered Agent) 5/17/2004
(Date)

If signing on behalf of an entity:

Jackie Sorman Assistant Secretary
(Typed or Printed Name) (Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314