

Document Number Only

P07323

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

400002379314--0
-12/22/97-01087-034
*****35.00 *****35.00

AT&T Credit Holdings, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 22 PM 4:00

APPROVED
AND
FILED

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- NonProfit
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- Limited Partnership
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97 DEC 22 PM 1:05
CORPORATION

Thanks,
Jeff

Florida Department of State, Jim Smith, Secretary of State

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 Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: AT&T Credit Holdings, Inc.

1b. Date of incorporation January 3, 1984 Document number P07323

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

The Prentice Hall Corporation System Inc.

1201 Hays Street, Suite 105, Tallahassee, FL 33324

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

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation Florida 33324

The street address of its registered agent 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.

Tara L. Keating
SIGNATURE
December 9, 1997

DATE

Tara L. Keating, Vice President
(Type or printed name and title)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

C T CORPORATION SYSTEM
SIGNATURE BY: *Charles W Meyer*
Charles W. Meyer, Asst. Vice President (Registered Agent)

DATE December 9, 1997

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

CR2E045 (7-91)

Filing Fee: \$35.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED