

CT CORPORATION SYSTEM

P13858

811 Dallas Avenue
Houston TX 77002
Tel 713 658 9486
Fax 713 759 1950

April 29, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Filings

600002164796--5
-05/02/97--01163--004
*****35.00 *****35.00

Re: CSC Accounts Management, Inc., CSC Credit Services, Inc.
Order #: 855733

Counsel: Legal Department - CSC Credit Services, Inc.

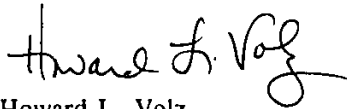
Gentlemen:

As requested by counsel, we enclose for filing the proper paperwork to change the Registered Agent/Office on behalf of each of the above-referenced corporations, together with funds in payment of the required fees. These documents should be filed upon your receipt.

Evidence of the filings should be returned to this office in the enclosed self-addressed envelope.

If you have any questions or if for any reason the filings cannot be effected promptly, please notify this office of the details by calling our toll-free number: 800/324-0754.

Very truly yours,



Howard L. Volz
Senior Customer Specialist

/hv
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 2 AM 11:30
1997
MAY

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 Texas 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: CSC Credit Services, Inc.

1b. Date of incorporation March 31, 1987 Document number P13858

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

The Prentice-Hall Corporation System, Inc.
c/o The Prentice-Hall Corporation System, Inc.
1201 Hays Street, Tallahassee, Florida 32301

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -2 AM 11:30

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.

Ronald G. Gore
SIGNATURE
4-15-97
DATE

Ronald G. Gore, Secretary
Typed 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.

SIGNATURE BY: E. A. Wallace CORPORATION SYSTEM
(Registered Agent) E. A. Wallace, Asst Secy
DATE April 30, 1997

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