

CT CORPORATION SYSTEM

P24896

811 Dallas Avenue  
Houston, TX 77002  
Tel. 713 658 9486  
Fax 713 658 9720

September 30, 1998

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

300002655513--3  
-10/05/98--01070--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Professional Risk Management Services, Inc.

Dear Sir/Madam:

At the request of counsel, we enclose for filing a change of registered agent form for the above company in your state. Funds for the appropriate fees are enclosed. This document should be filed upon receipt.

Please send regular evidence of filing to Mike DeSilva, c/o C T Corporation System, 811 Dallas Avenue, Suite 1500, Houston, Texas 77002. Should there be any reason this filing cannot be effected, please notify our office at (800) 324-0754. Thank You.

Sincerely,

*Mike DeSilva*

Mike DeSilva  
Associate Customer Specialist

/mid

Enclosure (s)

FILED  
98 OCT -5 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RA Change  
10-8-98  
CC

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: Professional Risk Management Services, Inc.

1b. Date of incorporation October 1, 1986 Document number P24896

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

Prentice-Hall Corporation System Inc.

1201 Hayes Street, Suite 105, Tallahassee, FL 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

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.

*M. Tracy*  
SIGNATURE  
9/22/98  
DATE

Martin G. Tracy, Jr., 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: *Victor Alfano*  
Victor Alfano (Registered Agent)  
DATE \_\_\_\_\_

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

CR2E045 (7-91)

Filing Fee: \$35.00