



THE UNITED STATES  
CORPORATION  
COMPANY

# P31767

ACCOUNT NO. : 072100000032

REFERENCE : 685405 4376874

AUTHORIZATION : *Patricia Pzyth*

COST LIMIT : \$ 35.00

ORDER DATE : January 28, 1998

ORDER TIME : 9:52 AM

800002441238--1

ORDER NO. : 685405-040

CUSTOMER NO: 4376874

CUSTOMER: D.c. Boothney, Corp Paralegal  
Geneva Companies  
5 Park Plaza, Suite 1900

Irvine, CA 92614

CHANGE OF AGENT

NAME: GENEVA CORPORATION OF  
CALIFORNIA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY

CONTACT PERSON: Brenda Phillips

FILED  
98FEB26 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
98FEB26 AM 10:43  
DIVISION OF CORPORATION

*2/26 JON  
R.A.  
Change*

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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 California 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 is: Geneva Corporation of California

2. The mailing address of the corporation is: 1900, 5 Park Plaza  
Irvine, CA 92614-8503

3. Date of incorporation/qualification: November 9, 1990 Document number: P31767

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

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

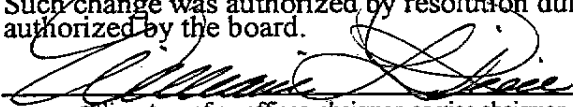
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company  
1201 Hays Street  
Tallahassee, FL 32301

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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.

  
(Signature of an officer, chairman or vice chairman of the board)

2/24/98  
(Date)

William L. Ricci, Secretary  
(Printed or typed name and title)

2/24/98  
(Date)

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.

Corporation Service Company  
  
(Signature of Registered Agent)

2/25/98  
(Date)

If signing on behalf of an entity:

Vivien Mitchell  
(Typed or Printed Name)

Assistant Vice President  
(Capacity)