

P 38107

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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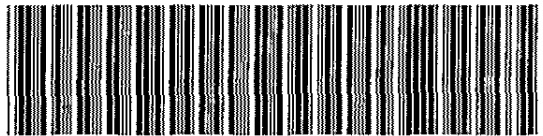
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.A. Change

C. Coulllette JUN 03 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 373123 7312069

AUTHORIZATION :

Patricia Tiggis

COST LIMIT : \$ 35.00

ORDER DATE : May 16, 2005

ORDER TIME : 3:15 PM

ORDER NO. : 373123-120

CUSTOMER NO: 7312069

CUSTOMER: Craig H. Pizer
Talk America Inc.
6805 Route 202

New Hope, PA 18938

CHANGE OF AGENT

NAME: TALK AMERICA INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Sara Lea

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 Pennsylvania in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: TALK AMERICA INC.
- 2. The principal office address: 6805 Route 202, New Hope, PA 18938
- 3. The mailing address (if different): _____

4. Date of incorporation/qualification: March 24, 1992 Document number: P38107

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

C T 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):

Corporation Service Company
1201 Hays Street
 (P.O. Box NOT acceptable)
Tallahassee, FL 32301

CLERK OF STATE
TALLAHASSEE, FLORIDA

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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.

Maureen Cullen (Signature of an officer or director) Maureen Cullen, Attorney in Fact on behalf of Aloysius T. Lawn IV, Ex. Vice President and Secretary (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.

By Jacqueline M. Giles (Signature of Registered Agent) Corporation Service Company May 31, 2005 (Date)

If signing on behalf of an entity:
Jacqueline M. Giles, Asst. Vice President
 (Typed or Printed Name)

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