

U N I S O N
CONSULTING GROUP INC

June 12, 1997

P39397

Ms. Carol Mustain
Corporate Specialist
Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

900002218539--2
-06/20/97--01076--019
*****620.00 *****620.00

Dear Ms. Mustain:

Pursuant to my telephone conversation of today with Annette Hogan, enclosed please find a completed "Statement of Change of Registered Office or Registered Agent or Both for Corporations" along with our check for \$620.00.

I hope this will suffice in getting our "certificate of authority of a foreign corporation authorized to transact business in Florida" reinstated.

If you have any questions, please do not hesitate to contact me at (312) 988-3360.

Sincerely yours,

Elise D. Holland
Office Manager

Enclosures

Handwritten notes:
P39397
Reinstatement + Cert of Sta
6.17.97
2 pgs
Reinstatement
Cert of Sta
Change of RA
575.00
8.75
35.00
618.75

Florida Department of State, Sandra B. Mortham, 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 ILLINOIS 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: UNISON CONSULTING GROUP, INC.

2. The mailing address of the corporation is : 409 W. HURON STREET - SUITE 400
CHICAGO, ILLINOIS 60610-3401

3. Date of incorporation/qualification: 6/23/92 Document number: P39397

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

Harold F. Purnell

215 North Monroe St. - Suite 420

Tallahassee, Florida 32301

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

Marguerite Hampton

2531 Golfview Drive

Ft. Lauderdale, Florida 33327

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.

Sharon Gist Gilliam June 12, 1997
(Signature of an officer, chairman or vice chairman of the board) (Date)

SHARON GIST GILLIAM, EXECUTIVE VICE PRESIDENT
(Printed or typed name and title)

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.

Marguerite Hampton June 13, 1997
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)