

P 40259

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DIVISION OF CORPORATION

C. Coulllette OCT 03 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 266392 4303940

AUTHORIZATION

COST LIMIT : \$35.00

Patricia Pigot

ORDER DATE : October 3, 2003

ORDER TIME : 10:14 AM

ORDER NO. : 266392-015

CUSTOMER NO: 4303940

CUSTOMER: Ms. Kathleen Wheeler
Holland & Knight LLP
Suite 4100
100 North Tampa Street
Tampa, FL 33602

CHANGE OF AGENT

NAME: CGI INFORMATION SYSTEMS AND
MANAGEMENT CONSULTANTS PRIVATE
LIMITED, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Parramore

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

1. The name of the corporation: CGI INFORMATION SYSTEMS AND MANAGEMENT CONSULTANTS PRIVATE LIMITED, INC.

2. The principal office address: 100 South Missouri Avenue
Clearwater, Florida 33756

3. The mailing address (if different): _____

4. Date of incorporation/qualification: 08/25/1992 Document number: P40259

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

CGI Information Technology Services, Inc.

100 South Missouri Avenue

Clearwater, Florida 33756

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 or personal mailbox NOT acceptable)

Tallahassee, FL 32301

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.


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

Andre Imbeau, Exec. V.P.
(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.


(Signature of Registered Agent)

10/2/03
(Date)

If signing on behalf of an entity:
Corporation Service Company

(Typed or Printed Name)

Cynthia L. Harris
as its agent

(Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314