



P96000011530

ACCOUNT NO. : 072100000032

REFERENCE : 607396 5140257

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizzuti

FILED
2002 JUN -6 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 3, 2002

ORDER TIME : 9:55 AM

ORDER NO. : 607396-005

CUSTOMER NO: 5140257

CUSTOMER: Ms. Sarah Park
Nelson Communications, Inc
41 Madison Avenue
31st Floor
New York, NY 10010

RECEIVED
02 JUN -6 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CHANGE OF AGENT

NAME: BIENESTAR/LCG COMMUNICATIONS,
INC.

200005694882--9

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coulllette JUN 06 2002

CONTACT PERSON: Ta-tanisha Adams -- EXT# 1131

EXAMINER: _____

**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 Florida
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 : BIENESTAR/LCG COMMUNICATIONS, INC.

2. The mailing address of the corporation : _____

2000 Lenox Drive, Suite 100, Lawrenceville, NJ 08648

3. Date of incorporation/qualification: February 01, 1996 Document number: P9600001

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

Brent D. Klein

801 Brickell Avenue, Suite 1901

Miami, FL 33131

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

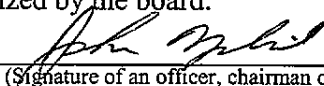
Corporation Service Company

1201 Hays Street

Tallahassee, Florida 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.

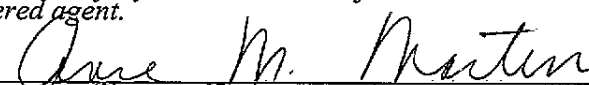
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


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

5/30/02
(Date)

JOHN W. NABIL, CFO/SECRETARY
(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.


(Signature of Registered Agent)

6/3/02
(Date)

If signing on behalf of an entity:

Anne M. Martin, Assistant Vice President
(Typed or Printed Name)

(Capacity)

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