003343

THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE :

163650 _82866A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: March 10, 1999

ORDER TIME : 2:03 PM

ORDER NO. : 163650

CUSTOMER NO: 82866A

CUSTOMER: Ronald L. Clark, Esq

Clark & Campbell, P.a.

Post Office Box 6559

Lakeland, FL 33807-6559

CHANGE OF AGENT

UNITED TELECOM OF CENTRAL

FLORIDA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

400002801894

CONTACT PERSON: Janna Wilson



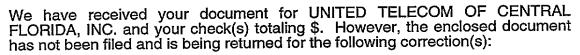
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 11, 1999

CSC JANNA WILSON TALLAHASSEE, FL

submission date as file date. SUBJECT: UNITED TELECOM OF CENTRAL FLORIDA, INC.

Ref. Number: P98000033431



The document must contain a statement that this change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

added section 600.0004 to document.

Teresa Brown Corporate Specialist

Letter Number: 499A00011592

Please give original

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CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT: RESIGNATION OF REGISTERED AGENT

Pursuant to Florida Statutes, Section 607.0502, the following is submitted:

- 99 MR I, ED RECRETARY OF STATE The name of the corporation is UNITED TELECOM OF CENTRAL FLORIDA, INC 1.
- The street address of its current registered office is 5777 Beneva Road South, Sarasota, 2. Florida 34233.
- The street address of the new registered office is 4740 Cleveland Heights Boulevard, 3. Lakeland, Florida 33813.
- 4. The name of the current registered agent is DANIEL L. PREWETT.
- 5. The name of the new registered agent is RONALD L. CLARK, whose address is 4740 Cleveland Heights Boulevard, Lakeland, Florida 33813.
- 6. The street address of the business office of RONALD L. CLARK and the street address of the registered office are identical.
- 7. RONALD L. CLARK has been appointed the new registered agent by Written Action by Majority Shareholder of United Telecom of Central Florida, Inc., pursuant to Florida Statutes, Section 607.0704.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and to comply with the provision of said act relative to keeping open said office. I am familiar with and accept the obligations of Florida Statutes, §607.0501.

ALD L. CLARK, Registered Agent

J:\UTCF.inc\residentagent.wpd