

P 98000041641



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 328537 7139998

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 35.00

ORDER DATE : August 3, 1999

ORDER TIME : 10:24 AM

ORDER NO. : 328537

CUSTOMER NO: 7139998

CUSTOMER: Ms. Linda Hart  
Usi Holdings, Inc.  
50 California St.  
24th Floor  
San Francisco, CA 94111

000002951290--2

CHANGE OF AGENT

NAME: INLINE FINANCIAL GROUP - USI,  
INC. DBA USI FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 AUG -5 AM 11:39

FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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*ROB Change  
8-5-99  
MS*

CONTACT PERSON: Janna Wilson

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 AUG -5 AM 11:27

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**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 is: Inline Financial Group - USI, Inc. dba USI, Florida
2. The mailing address of the corporation is: 3200 North Military Trail, Ste 202, Boca Raton, FL. 33431
3. Date of incorporation/qualification: 5-6-98 Document number: P980000041641
4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL. 33324

5. The name and address of the new registered agent and office: (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)

(Date)

Ernest Newborn, Senior 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.

By: Karen E. Wehner

(Signature of Registered Agent)

8-4-99  
(Date)

If signing on behalf of an entity:

Karen E. Wehner, Assistant Vice President

(Typed or Printed Name)

(Capacity)

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