POSOOOIO5152 SEIGFREID, BINGHAM, LEVY, SELZER & GEE

JAMES T. SEIGFREID
LARRY J. BINGHAM
ALLAN W. STOPPERAN
GARY J. BROUILLETTE
GORDON D. GEE
ROBERT C. LEVY
KENNETH W. SPAIN
DUANE J. FOX
JACK R. SELZER
FRED BELLEMERE, III
MARK H. GILGUS
MARK R. THOMPSON
LYNNE C. KAISER
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CINDY A. McCLANNAHAN

JAMES C. TILDEN GREGORY S. GERSTNER

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SAS CITY, MISSOURI 6410! 816 421-4460 FACSIMILE 816 474-3447 KEVIN M. CONNOR
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KARLA KERSCHEN SHEPARD
JEFF C. TAUSCHER
ANDREA GOULD MCCARTHY

ROBERT J. MANN OF COUNSEL

WILLIAM J. BURRELL

February 26, 2001

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

900003791569--2 -03/01/01--01088--016 *****35.00 *****35.00

Re: PBB Endorsements, Inc.

Dear Sir or Madam:

Please find enclosed, in duplicate, Statement of Change of Registered Agent/Office for the above mentioned corporation. Please return the filed stamped Change of Registered Agent forms to my attention at this address. I have enclosed a check in the amount of \$35.00 to cover the filing fee.

Thank you for your assistance.

Sincerely,

Timothy J. Fisher

TJF:cme

Enclosures

OI MAR IL AM II: 16
SECRETARY OF STATE
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245915V1 P. D. C.)NAINOS



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 5, 2001

TIMOTHY J. FISHER SEIGFREID, BINGHAM, LEVY, SELZER & GEE 911 MAIN STREET, SUITE 2800 KANSAS CITY, MO 64105

SUBJECT: PBB ENDORSEMENTS, INC.

Ref. Number: P98000105152

We have received your document for PBB ENDORSEMENTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6869.

Teresa Brown Corporate Specialist

Letter Number: 801A00013325

OI MAR IL AM 9: 34
DIVISION OF CORPORATIONS

SEIGFREID, BINGHAM, LEVY, SELZER & GEE

A PROFESSIONAL CORPORATION ATTORNEYS AT LAW 2800 COMMERCE TOWER 911 MAIN STREET

KANSAS CITY, MISSOURI 64105 816 421-4460

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ROBERT J. MANN OF COUNSEL

WILLIAM J. BURRELL 1921-1994

JAMES T. SEIGFREID LARRY J. BINGHAM ALLAN W. STOPPERAN GARY J. BROUILLETTE GORDON D. GEE ROBERT C. LEVY KENNETH W. SPAIN DUANE J. FOX JACK R. SELZER FRED BELLEMERE, III MARK H. GILGUS MARK R. THOMPSON LYNNE C. KAISER PAUL G. SCHEPERS CINDY A. McCLANNAHAN ROBERT J. BJERG JAMES C. TILDEN GREGORY S. GERSTNER LORI A. BEAM

March 9, 2001

Florida Secretary of State Attn: Teresa Brown Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

> Re: PBB Endorsements, Inc.

Dear Sir or Madam:

Please find re-enclosed, in duplicate, Statement of Change of Registered Agent/Office for the above mentioned corporation. I have also attached the Acceptance of Appointment from the new registered agent. Please return the filed stamped Change of Registered Agent form to my attention in the enclosed envelope.

Thank you for your assistance.

Best Regards,

SEIGFREID, BINGHAM, LEVY, SELZER & GEE, P.C.

Corporate Paralegal

GWB Enclosures

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

| the undersigned corporation organized under the laws of the State ofFlorida Statutes, |
|--|
| 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: PBB Endorsements, Inc. |
| |
| 2. The mailing address of the corporation: 1445 Koll Circle, Suite 114 |
| San Jose, CA 95112 |
| 3. Date of incorporation/qualification: 12/18/98 Document number: P98000105152 |
| 4. The name and address of the current registered agent and office: |
| Juan P. Loumiet |
| 1221 Brickell Avenue |
| 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) |
| CT Corporation System |
| 1200 S. Pine Island Road |
| Plantation, FL 33324 |
| 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. |
| (Khan () |
| (Signature of an officer, chairman or vice chairman of the board) (Date) |
| John Burrell, 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. |
| See attached |
| (Signature of Registered Agent) (Date) |
| If signing on behalf of an entity: See attached |
| (Typed or Printed Name) (Capacity) |
| * * * PH TAIC PER- #25 00 * * * |

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

ACCEPTANCE OF APPOINTMENT

RE: PBB Endorsements, Inc.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned

acknowledges and accepts its appointment as registered agent of the above corporation and agrees to

act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990)

relative to keeping open the registered office at the address specified above. The undersigned is

familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: February 15, 2001

C T CORPORATION SYSTEM

John J. Linnihan,

Assistant Vice President