

P99000023357



ACCOUNT NO. : 072100000032

REFERENCE : 608124 7197172

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 35.00

FILED
00 MAR -6 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 1, 2000

ORDER TIME : 1:58 PM

ORDER NO. : 608124

4000003159254--2

CUSTOMER NO: 7197172

CUSTOMER: Ms. Miriam Katz
National Financial Partners
1301 Avenue Of The Americas
30th Floor
New York, NY 10019

CHANGE OF AGENT

NAME: UDELL ASSOCIATES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

Q. COULLETTE MAR 07 2000

CONTACT PERSON: Erika Carlson

RECEIVED
00 MAR -6 PM 3:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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: UDELL ASSOCIATES, INC.

2. The mailing address of the corporation is: 90 National Financial Partners Corp.
1301 Avenue of the Americas, 30th FL, New York, NY 10019

3. Date of incorporation/qualification: March 12, 1999 Document number: 899000023357

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

C.T. 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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

Miriam F. Katz
(Signature of an officer, chairman or vice chairman of the board)

2/23/00
(Date)

Miriam F. Katz, Ass't Sec'y
(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: Maureen Cullen
(Signature of Registered Agent)

2/28/00
(Date)

If signing on behalf of an entity:

Maureen Cullen
(Typed or Printed Name)

Asst. Vice President
(Capacity)

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