

P 99 000039199

ATTORNEYS AT LAW

GLENN RASMUSSEN & FOGARTY

100 South Ashley Drive, Suite 1300
P.O. Box 3333 Tampa, Florida 33601-3333
(813) 229-3333 Fax (813) 229-5946

June 4, 1999

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Spring Acquisition Corp.

300002897163--5
-06/07/99-01143-021
*****35.00 *****35.00

Gentlemen:

Enclosed are the following items pertaining to Spring Acquisition Corp.:

1. The original and one copy of Statement of Change of Registered Office or Registered Agent or Both for Corporations; and
2. Our firm check made payable to you in the amount of \$35.00 for the filing fee.

Please file the original Statement of Change of Registered Office or Registered Agent and return a date-stamped copy to us. Thank you for your attention to this matter.

Very truly yours,

GLENN RASMUSSEN & FOGARTY, P.A.

Sharon Docherty Danco
Sharon Docherty Danco

*RDA Change
3-14-99
DMS*

SDD/ad
Enclosures

cc: Kathy Hadges
Ceridian Corporation

2159-002^C ltr. Fla. Dept. of State - Chg. of Reg. Agent

FILED
99 JUN -7 PM 4:29
SECRETARY OF STATE
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.

1a. The name of the corporation is: SPRING ACQUISITION CORP.

1b. The mailing address of the corporation is : 8100 - 34th Avenue South
Minneapolis, MN 55425-1640

1c. Date of incorporation: April 29, 1999 Document number: P99000039199

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

Cynthia S. Tunnickliff
215 South Monroe Street, 2nd Floor
Tallahassee, FL 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Robert C. Rasmussen
100 South Ashley Drive, Suite 1300
Tampa, FL 33602

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TALLAHASSEE, FLORIDA

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.

A. Reid Shaw
(Signature of an officer, chairman or vice chairman of the board)

May 17, 1999
(Date)

A. Reid Shaw, 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.

Robert C. Rasmussen
(Signature of Registered Agent)
Robert C. Rasmussen

May 17, 1999
(Date)