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JAMES A. CURRAN
JOSEPH J. COLLIER
TERENCE J. PEE

IRA L. PIMM, JR.
CONSULTANT

999000048609
Corporation, Guarantee and Trust Company

700 ARCHBOLD'S BUILDING

117 SOUTH 17TH STREET, PHILADELPHIA, PA 19103-5090

TELEPHONE (215) 563-6131 • FAX (215) 563-9410

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JUNE 20, 2000

Florida Department of State
Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

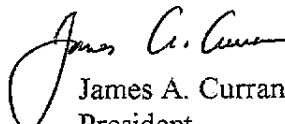
RE: MAXCESS, INC.

Dear Sir or Madam:

Enclosed is duplicate Change of Agent form of the above company for filing with your office.
Also enclosed is our check to cover the filing fees.

Please send your usual acknowledgment and receipt to this office when the filing has been completed.

Cordially yours,


James A. Curran
President

JJC/as

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00 JUL 11 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REG
REACH
7-20

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: MAXCESS, INC.
2. The mailing address of the corporation is: 100 WEST LUCERNE CIRCLE, SUITE 500, ORLANDO, FL 32801
3. Date of incorporation/qualification: 6/8/1998 Document number: P99000048609
4. The name and address of the current registered agent and office:
JAMES CARL MARCHANT, JR.
14119 WEST NEWBERRY ROAD
NEWBERRY, FL 32669
5. The name and address of the new registered agent and office: (P. O. Box Not Accepted)
EDWIN F. BLANTON, ESQ.
825 THOMASVILLE ROAD
TALLAHASSEE, FL 32303

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00 JUL 11 PM 1:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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.

Daniel H. Webb

(Signature of an officer, chairman or vice chairman of the board)

6/15/00
(Date)

Daniel H. Webb

CTO, 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.

[Signature]

(Signature of Registered Agent)

7/5/00
(Date)

If signing on behalf of an entity:

(NOT APPLICABLE)

(Typed or Printed Name)

(Capacity)

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