

072100000032 ACCOUNT NO.

541626 REFERENCE :

\$ 35.00 COST LIMIT

ORDER DATE: January 6, 2000

10:20 AM ORDER TIME :

ORDER NO. : 541626

CUSTOMER NO: 7139998

Ms. Linda Hart CUSTOMER:

Usi Holdings, Inc.

50 California St.

24th Floor

San Francisco, CA 94111

AUTHORIZATION

000003091590

CHANGE OF AGENT

COMMERCIAL BROKER SERVICES, NAME:

INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar

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

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: Commercial Broker Services, Inc.  2. The mailing address of the corporation is: 402 S Kentucky Avenue, 8450, Lakeland, FL 33801  3. Date of incorporation/qualification: 2/28/31 Document number: 835553  4. The name and address of the current registered agent and office:  Carlos k. Sutton  4210 Rolling Oak Drive  Lakeland, FL 33809  5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)  Corporation Service Company  1201 Hays Street  Tallahasses, 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's og authorized by the food of the street address of the business office of its registered agent and office or process for the above stated authorized by the food of the street address of the business office of its registered agent and office or process for the above stated or programment of the board or 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 one of the proper o	Pursuant to the prov	isions of sections 607.0502, 617.0502, 607.	.1508, or 617.1508, Florida Statutes,	
1. The name of the corporation is: Cormercial Broker Services, Inc.  2. The mailing address of the corporation is: 402 S Kentucky Avenue, \$460, Lakeland, FL 33801  3. Date of incorporation/qualification: 2/28/91 Document number: \$335653  4. The name and address of the current registered agent and office:  Carlos k. Sutton  4210 Rolling Oak Drive  Lakeland, FL 33809  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  (Signable of Brafficer, chairman of the board)  Ernest J. Newborn, II, Secretary  (Printed or typed name and tide)  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 each in this capacity. I further agree to comply with the provisions of all standars 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.  Corporation Service Company  W:  (Signature of Registered Agent)  (Date)  It signing on behalf of an entity:  Karen E. Weinner  (Capacity)	the undersigned corpo	pration organized under the laws of the State	of Florida	
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Karen E. Wehner Asst. Vice President (Capacity)	By: (Sign	ature of Registered Agent)	(Date)	<del>77</del> 0 47 (
(Capacity) (Capacity)	If signing on behalf of an	entity:		
(Typed of Fineed Name)	Karen E. Weh	ner	Asst. Vice President	
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