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ID Number: 21833



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**STATEMENT OF CHANGE OF REGISTERED AGENT  
BY THE CORPORATION**

05 AUG 10 AM 9:21  
SECRETARY OF STATE  
CORPORATIONS DIVISION

Pursuant to the provisions of Sections 7-1.2-502 or 7-1.2-1409 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered agent and its registered office in the state of Rhode Island:

1. The name of the corporation is THE GOODYEAR TIRE & RUBBER COMPANY
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
10 Weybosset Street, Providence, RI 02903
3. The address of the NEW registered office is:  
222 Jefferson Boulevard, Suite 200, Warwick, RI 02888
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
C T Corporation System
5. The name of the NEW registered agent is:  
Corporation Service Company
6. The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on \_\_\_\_\_  
*(a date not prior to, nor more than 30 days after, filing this statement)*

Under penalty of perjury, I declare and affirm that I have examined this Statement of Change of Registered Agent by the Corporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: August 01, 2005

Maureen Cullen  
Signature of Authorized Officer of the Corporation

Maureen Cullen, Attorney in Fact  
Type or Print Name of Authorized Officer

**FILED**  
AUG 10 2005  
By M-74218  
*GMA*

STATE OF OHIO )  
COUNTY OF SUMMIT )

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT C Thomas Harvie, the Senior Vice President, General Counsel and Secretary of The Goodyear Tire & Rubber Company ("the Company"), a corporation established under the laws of Ohio, does hereby appoint Maureen Cullen and Louis Giaccardo attorneys-in-fact for the Company, to act for the Company and in the name of the Company for the limited purposes authorized herein.

The Company having taken all necessary steps to authorize the changes described herein and the establishment of this Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's registered agent and registered office, or the agent and office of similar import, in any jurisdiction.

In the execution of any documents necessary for the purposes set forth herein, The Company hereby gives and grants to said attorneys-in-fact full power and authority to do any and all lawful act and thing whatsoever requisite and necessary to be done relative to the changes in registered agent and registered office addresses contemplated herein as fully to all intents and purposes as might or could be done by a duly authorized officer of the Company, hereby ratifying and confirming all that said attorneys-in-fact may lawfully do or cause to be done by virtue hereof. An executed duplicate of this Power of Attorney, or a photostat or facsimile copy thereof, shall be accepted as an original.

This Power of Attorney expires upon the completion and filing of the documents necessary to effect the changes in registered agent and registered office addresses contemplated herein, or when revoked by the Company, which ever shall occur first.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 21st day of July, 2005.

THE GOODYEAR TIRE & RUBBER COMPANY

BY: C. Thomas Harvie  
C Thomas Harvie  
Senior Vice President, General Counsel and Secretary

Subscribed and sworn to before me this 21st day of July, 2005.

**FILED**

AUG 10 2005

By CMA

Audrey H. Sims  
Notary Public

AUDREY H. SIMS, Notary Public  
Residence - Summit County  
State Wide Jurisdiction, Ohio  
My Commission Expires Feb. 16, 2009