119762

NOTICE OF RESIGNATION OF AGENT UPON WHOM PROCESS MAY BE SERVED

Corporation Division Secretary of State State of Rhode Island

RE: ATEL.cc, Inc.

(a Delaware corporation)

Dear Sir/Madam:

Please take notice that the undersigned hereby resigns as of this date as registered agent upon whom process may be served for the above-referenced corporation.

Would you kindly return the extra copy of the enclosed form file-stamped to me in the enclosed envelope?

Thank you very much for your assistance in this matter.

Signed on January 16th, 2012

Sincerely,

TCS Corporate Services Inc.

Name: Keith Nichols

Title: Vice President

2012 JAN 25 AM 9: