

Filing Fee: \$20.00

ID Number: 0087442



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division

STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH,  
BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Rhode Island:

- 1. The name of the corporation is: OCTEL COMMUNICATIONS CORPORATION
- 2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
123 Dyer Street, Providence, RI 02903
- 3. The address of the NEW registered office is:  
Suite 900, 170 Westminster Street, Providence, RI 02903
- 4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
CT Corporation System
- 5. The name of the NEW registered agent is:  
Corporation Service Company
- 6. The change of address of the registered office, or the appointment of a new registered agent, or both, as the case may be, shall become effective upon the filing of this statement, or on \_\_\_\_\_  
*(a date not more than 30 days after filing this statement)*
- 7. The change was authorized by resolution duly adopted by its board of directors.

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JUL 20 1998  
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SECY OF STATE

OCTEL COMMUNICATIONS CORPORATION  
(Name of Corporation)  
By Michael J. Holliday  
MICHAEL J. HOLLIDAY, Vice President

STATE OF New Jersey  
COUNTY OF Union

In Murray Hill, on this 14<sup>th</sup> day of July, 1998, personally appeared before me MICHAEL J. HOLLIDAY who, being by me first duly sworn, declared that he/she is the Vice President of said corporation and that he/she signed the foregoing document as Vice President of the corporation, and that the statements therein contained are true.

Susan Dolci  
Notary Public  
My Commission Expires: April 3, 2003