

Filing Fee: \$20.00

ID Number: 96975



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

Vertical stamp: RECEIVED APR 18 2000

BUSINESS CORPORATION

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 ACCESS POINT, INC.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: SUITE 200, 222 JEFFERSON BOULEVARD, WARWICK, RI 02888
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: NATIONAL REGISTERED AGENTS, INC.
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 Upon Filing
7. The change was authorized by resolution duly adopted by its board of directors.

Date: 3/31/00 PAID ACCESS POINT, INC. Print Corporate Name

APR 18 2000 By BRIAN P. GILMAN, Vice President

STATE OF North Carolina COUNTY OF Wake

in Cary, NC, on this 7th day of April, 2000, personally appeared before me BRIAN P. GILMAN who, being by me first duly sworn, declared that he/she is the Vice President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Notary Public My Commission Expires: 04/30/02