



823957

National Registered Agents, Inc.
..."NRAI, the best choice for statutory representation"

VIA U.S. MAIL

January 14, 1999

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-01/19/99--01070--014
*****35.00 *****35.00

Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee FL 32314

RE: PACIFIC MUTUAL DISTRIBUTORS, INC.

Dear Sir/Madam:

Enclosed for filing, please find the appropriate document required by your state for changing the registered agent to National Registered Agents, Inc. Also, please find a check in the amount of \$35.00 to cover your filing fees.

Please process as soon as possible and return a filed stamped copy in the enclosed self-addressed stamped envelope.

If you have any questions or if I can help you in any way possible, please call.

Very truly yours,

CHARLES BACLET AND ASSOCIATES, INC.

Richard L. Gonzales

Enclosures

*ROA Change
1-22-99
Dkt*

FILED
99 JAN 19 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of California 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: Pacific Mutual Distributors, Inc.

2. The mailing address of the corporation is: 700 Newport Center Drive, Newport Beach,
CA 92660

3. Date of incorporation/qualification: 1/13/70 Document number: 823957

4. The name and address of the current registered agent and office:

The Prentice-Hall Corporation System, Inc.

1201 Hays Street, Suite 105,

Tallahassee, FL 32301

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

NRAI Services, Inc.

526 E. Park Avenue

Tallahassee, FL 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.

Audrey L. Milfs
(Signature of an officer, chairman or vice chairman of the board)

1-4-99
(Date)

Audrey L. Milfs, Secretary
(Printed or typed name and title)

1-4-99
(Date)

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 act in this capacity. I further agree to comply with the provisions of all statutes 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.

C. Baclet
(Signature of Registered Agent)

January 14, 1999
(Date)

If signing on behalf of an entity:

C. Baclet, Vice President
(Typed or Printed Name)

(Capacity)