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www.nelnet.net
NELNET CORPORATION

P94000057169

October 7, 2002

Secretary of State
Division of Corporations, Registration Section
409 East Gaines Street
Tallahassee, FL 32399

800008338798--3
-10/11/02--01052--016
*****35.00 *****35.00

Re: Class Credit, Inc. Statement of Change of Registered Agent

Dear Division of Corporations:

Enclosed is a completed Statement of Change of Registered Agent and check No. 1895 in the amount of \$50.00 to cover filing fees for same. Although the check is drawn on Nelnet Marketing Solutions, Inc., the change should occur for Class Credit, Inc. Please return notice of the change to my attention at the above address. *In addition, please note that our office is located in Aurora, Colorado and do not return notice to the address on the check.* Feel free to contact me at your convenience if you require any further information in order to process these items. Thank you in advance for your prompt attention to these matters.

Sincerely,

Peggy Lynch

Peggy Lynch
Legal Assistant

Enclosures (2)
By: UPS Next Day Air

FILED
02 OCT 11 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*RA Change
T. Lewis 10/11/02*

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, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: ClassCredit, Inc.
- 2. The principal office address: 6420 Southpoint Parkway, Jacksonville, FL 32216
- 3. The mailing address (if different): Same as above.

4. Date of incorporation/qualification: August 2, 1994 Document number: P94000057169

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Barry Henry
6420 Southpoint Parkway
Jacksonville, Florida 32216

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Edward P. Martinez
c/o Human Resources 6420 Southpoint Parkway
(P.O. Box or personal mailbox NOT acceptable)
Jacksonville, Florida 32216

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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, or the corporation has been notified in writing of the change.

Edward P. Martinez, Senior Vice President
(Signature of an officer, chairman or vice chairman of the board) (Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Edward P. Martinez 9-27-02
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
Edward P. Martinez Secretary
(Typed or Printed Name) (Capacity)

***** FILING FEE: \$35.00 *****