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**Kentucky Secretary of State
Trey Grayson**

Trey Grayson
Secretary of State
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Division of Corporations
Business Filings

P.O. Box 718
Frankfort, KY 40602
(502) 564-2848
http://www.sos.ky.gov

**Statement of Change of Registered Office,
Registered Agent, or Both**

RAC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the registered office, registered agent, or both on behalf of

B. G. INSURANCE AGENCY, INC.

which is organized in the state of Kentucky, and for that purpose submits the following statements:

1. Name of current registered agent

JOSEPH H. COHEN

2. Registered Agent is hereby changed to:

James E. Haynes

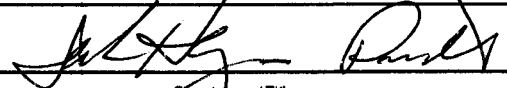
3. Address of current registered office

SUITE 600
MARION E. TAYLOR BLDG.
312 SO. 4TH. ST.
LOUISVILLE, KY 40202

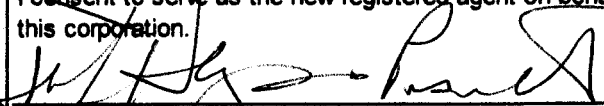
4. Registered office is hereby changed to

P.O. Box 7366
7430 Bowling Boulevard
Louisville, KY 40257

5. Signature of officer or chairman of the board


Signature and Title
JAMES HAYNES, President
Type or print name and title
Date December 17, 2007

6. Consent of new agent

I consent to serve as the new registered agent on behalf of this corporation.

Signature of registered agent
James HAYNES, President
Type or print name and title, if applicable

NUMBER OF COPIES

Submit the original signed statement and two exact or conformed copies (may be photocopies). Two file-stamped copies will be returned to the organization as evidence of filing. One file-stamped copy must then be filed with the county clerk of the county in which the organization's registered office is situated.

FILING FEES

The filing fee is \$10.00. Your check should be made payable to "Kentucky State Treasurer".

NOTE: The organization must be in "good standing" upon the records of the secretary of state before current statements or documents can be filed (30 KAR 1:010).