



#652618

**BOB BABBAGE  
SECRETARY OF STATE**

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT OR BOTH**

RECORDED & FILED  
JAN 23 11 17 AM '95  
#1060

Pursuant to the provisions of Chapters 271B or 273 of the Kentucky Revised Statutes, the undersigned submits the following statements on behalf of the corporation which is organized in the state of DELAWARE for the purpose of ~~changing its registered office or registered agent or both~~ in the Commonwealth of Kentucky:

The name of the corporation is THE PRENTICE-HALL CORPORATION SYSTEM, INC.

The complete address of the current registered office is:

326 W. MAIN STREET, FRANKFORT, KENTUCKY 40601

Street City/State Zip

The complete address of the current registered office is hereby changed to:

421 West Main Street, Frankfort, Kentucky 40601

Street City/State Zip

The name of the current registered agent is:

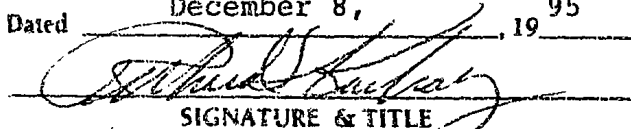
WILLIAM E. JOHNSON

The name of the current registered agent is hereby changed to:

UNITED STATES CORPORATION COMPANY

The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

Dated December 8, 19 95



SIGNATURE & TITLE

RICHARD L. KUSHAY, ASST. VP

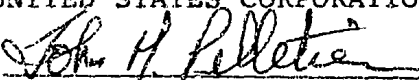
PRINT or TYPE NAME & TITLE

CONSENT OF NEW AGENT  
UNITED STATES

1 CORPORATION COMPANY

corporation.

consent to serve as the new registered agent on behalf of this  
UNITED STATES CORPORATION COMPANY

By:   
Signature of New Agent

(See Reverse Side for Instructions)