

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

Corp. # C104422

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 Idaho.

1. The name of the corporation is AT&T Financial Services Inc.
2. The street or RFD address of its present registered office is 200 North 23rd Street, Boise, ID 83702
3. The street or RFD address (not a P.O. box) to which its registered office is to be changed is c/o C T Corporation System, 300 North 6th Street, Boise, ID 83701
4. The name of its old registered agent is Prentice-Hall Corporation System
5. The name of its new registered agent is C T CORPORATION SYSTEM
6. The address of the registered office and the business address of the registered agent are identical.

Dated November 17, 19 97

Signed: _____

Christine Brunke

(Chairman or officer of corporation)

Christine Brunke, Vice President

I consent to serve as registered agent for the above-named corporation.

Charles W Meyer

(Signature of new registered agent)

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FILE ONE COPY

NO FEE REQUIRED

(ID. - 1201 - 8/5/97)

JAN 29 10 57 AM '98

SECRETARY OF STATE
STATE OF IDAHO