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Commonwealth of Kentucky  
Trey Grayson, Secretary of State

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Trey Grayson  
Secretary of State  
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Trey Grayson  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<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

**S&P CELL LLC**

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

**1. Name of current registered agent**

PHILLIP W. HAZLETT

**2. Registered agent is hereby changed to:**

David Mathys

**3. Address of current registered office**

1041 GOSS AVE.  
SUITE 202  
LOUISVILLE, KY 40217

**4. Registered office is hereby changed to:**

12003 Shelbyville Rd.  
Suite # 106  
Louisville, KY 40243

**5. Signature of officer or chairman of the board**

Shawn Hazlett, Owner  
Signature and Title

Type or print name and title

1/15/2011 12:45 PM  
Date

**6. Consent of new agent**

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

David Mathys  
Signature and Title

Type or print name and title