STATE OF RHODE ISLAND and PROVIDENCE PLANTATIONS

DESIGNATION OF REGISTERED OFFICE AND APPOINTMENT OF REGISTERED AGENT

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The Washington Trust Company, of Westerly

To the Secretary of State of the State of Rhode Island

Pursuant to the provisions of Section 7-6-12, domestic corporations of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of designating its registered office and appointing its registered agent in the State of Rhode Island:

The name of the corporation is The Washington Trust FIRST: Company, of Westerly.

SECOND: The address of its registered agent is 23 Broad Street, Westerly, Rhode Island 02891.

The name of its registered agent is Joseph J. Kirby. THIRD:

FOURTH: The address of its registered office and the address of the business office of its registered agent are identical.

Such designation and appointment were authorized by resolution duly adopted by said corporation.

June 12, 1989. Dated:

> THE WASHINGTON TRUST COMPANY, OF WESTERLY

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Business Regulation DIVISION OF BANKING 233 Richmond Street, Suite 231 Providence, RI 02903-4231 (401) 222-2405 FAX (401) 222-5628 TDD (401) 222-2999

December 13, 2002

Sandra Williams State of Rhode Island Office of the Secretary of State 100 North Main Street Providence, RI 02903

Re: The Washington Trust Company of Westerly

Dear Ms. Williams:

The Division of Banking ("Division") is in receipt of the enclosed letter dated December 10, 2002 regarding the Agent and Officer/Director/Partner/Manager corporation online data base information. The letter requests that the online data base of your office be updated to reflect the current information.

The Division has no objection to the requested update. Please contact the undersigned at 222-5429 with any questions you may have regarding this matter.

Very trulx vours

Steven L. Cayouette, CFE

State Chief Bank Examiner

Dennis F. Ziroli

Dennis L. Algiere

Enclosure

12-12-2002 - 50-



ON THE LEGICAL STREET

December 10, 2002

Mr. Dennis F. Ziroli
Associate Director &
Superintendent of Banking
Department of Business Regulation
Division of Banking
233 Richmond Street, Suite 231
Providence, RI 02903-2405

Dear Mr. Ziroli:

Pursuant to our telephone conversation on Thursday, December 5, 2002, please update The Washington Trust Company, ID # 40503 under the Rhode Island Corporation online database to reflect the following:

Agent Information

John C. Warren Chairman and Chief Executive Officer 23 Broad Street Westerly, RI 02891 USA

Officer/Director/Partner/Manager Information

John F. Treanor President and Chief Operating Officer 23 Broad Street Westerly, RI 02891 USA

Thank you for your attention to this matter. Please call me at 401-348-1207, if you have any questions.

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Senior Vice President

Compliance and Community Affairs