

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

Research Engineering & Manufacturing, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of
Rhode Island, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is
Research Engineering & Manufacturing, Inc.

SECOND: The address of its present registered office is
2700 Hospital Trust Tower, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
c/o Cameron & Mittleman, 56 Exchange Terrace, Providence, RI 02903

FOURTH: The name of its present registered agent is
Karen G. DelPonte, Esquire

FIFTH: The name of its successor registered agent is
Karen G. DelPonte, Esquire

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

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated June 19, 1997

Research Engineering & Manufacturing, Inc.
By: Laurie B. Mandly
Laurie B. Mandly
Its Vice President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Providence in said county on this 19th day
of June, 1997, personally appeared before me
Laurie B. Mandly, who, being by me first duly sworn, declared that she
is the Vice President/Secretary of Research Engineering & Manufacturing, Inc
that she signed the foregoing document as Vice President/Secretary of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

JUN 20 1997

BY [Signature]
186931

Karen G. DelPonte
Notary Public

KAREN G. DELPONTE, Notary Public
State of Rhode Island and Providence Plantations
My Commission Expires 7/5/97