

EDWARDS ANGELL PALMER & DODGE LLP

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ID#
92534

August 28, 2007

Rhode Island Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2007 AUG 28 AM 11:13

Re: Resignation of Registered Agent
ID #000092534
Conanicut Finance Advisors, Inc. (the "Corporation")

Dear Sir:

In accordance with §7-1.2-502(6)(c) of the Rhode Island Business Corporation Act, this letter shall serve as notice to your office that I have resigned as registered agent of the above-captioned Corporation effective immediately.

Sincerely,



Richard M.C. Glenn, III

cc: John T. Barrett, Jr.



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State

Corporations Division

Business Section

Phone: 401-222-3040

Fax: 401-222-1309

corporations@sec.state.ri.us

Business Information Center

Phone: 401-222-2185

Fax: 401-222-1309

businessinfo@sec.state.ri.us

Notary & Trademark Sections

Phone: 401-222-1487

Fax: 401-222-3879

notaries@sec.state.ri.us
trademarks@sec.state.ri.us

UCC Section

Phone: 401-222-3040

Fax: 401-222-3879

ucc@sec.state.ri.us

148 W. River Street
Providence, RI
02904-2615

August 29, 2007

Conanicut Finance Advisors, Inc.
99 Lorimer Avenue
Providence, RI 02906

RE: Corporate ID# 92534
Conanicut Finance Advisors, Inc.

Dear Sir or Madam:

This is to notify you that this office received on August 28, 2007 the resignation of Richard M.C. Glenn, III as Registered Agent of the above-named corporation, a copy of which is enclosed. Sections 7-1.2-502, 7-1.2-1409, 7-6-13 and 7-6-78 of the General Laws of the State of Rhode Island state that "the appointment of the agent shall terminate upon the expiration of thirty (30) days after receipt of the notice by the secretary of state."

Pursuant to the provisions set forth in Sections 7-1.2-501, 7-1.2-1408, 7-6-12 and 7-6-77 of the General Laws of the State of Rhode Island, "each corporation shall have and continuously maintain in this state" a registered agent. In order to ensure that your authority to conduct business will remain intact, please complete and file with this office the enclosed Change of Registered Agent form as soon as possible.

Additionally, our records indicate that the above-mentioned corporation is currently under a 60 day Revocation Notice effective August 9, 2007 for failure to file its annual report for the year 2007. Please file the report along with the Change of Agent form.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese
Manager, Data and Information Services
Corporations Division

enc.