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020357
ID Number: 4297607



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT
BY THE CORPORATION

RECORDED
STATE
CORPORATIONS DIV
2008 DEC 29 AM 11:00

Pursuant to the provisions of Sections 7-6-13 or 7-6-78 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered agent and its registered office in the state of Rhode Island:

1. The name of the corporation is The Vanderbilt University
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
2800 Financial Plaza, Providence, RI 02903
3. The address of the NEW registered office is:
222 Jefferson Blvd., Ste. 200, Warwick, RI 02888
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
Laura N. Wilkinson
5. The name of the NEW registered agent is:
National Registered Agents, Inc.
6. The address of the corporation's registered office and the address of the office of its registered agent, as changed, will be identical.
7. The change was authorized by resolution duly adopted by its board of directors.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: December 18, 2008

The Vanderbilt University

Print Corporate Name

By [Signature]

Its President ☒

or

Its Vice President ☐

FILED

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By DS 11:00
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**Resolution Relating to Change of Registered Agent
of Vanderbilt University for the State of Rhode Island and
Providence Plantations**

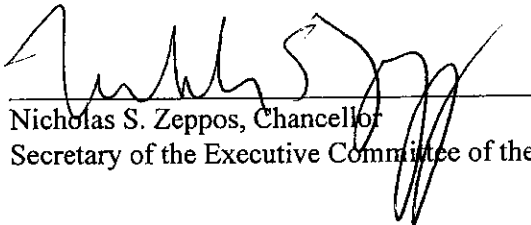
WHEREAS, the State of Rhode Island and Providence Plantations, pursuant to the provisions of Sections 7-6-13 or 7-6-78 of the General Laws (1956), as amended, requires the approval of the governing board of any corporation to change its registered agent in the State, and,

WHEREAS, there is a need to change the registered agent to a nationally recognized and established company which performs this service throughout the country and, in particular, in the State of Rhode Island and Providence Plantations,

NOW, THEREFORE, BE IT RESOLVED that the change to the new registered agent, to-wit, the National Registered Agents, Inc., on behalf of The Vanderbilt University in the State of Rhode Island and Providence Plantations, is hereby approved and adopted by The Vanderbilt University.

I hereby certify that the foregoing is a true and exact copy of a Resolution adopted by the Executive Committee of the Board of Trust, the governing body of The Vanderbilt University, at a meeting duly called on the 15th day of December, 2008, at which a quorum was present and voting, and that the said Resolution is now in full force and effect, and has not been subsequently altered, modified or repealed.

WITNESS my hand this 15th day of December, 2008.



Nicholas S. Zeppos, Chancellor
Secretary of the Executive Committee of the Board of Trust