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ID Number: 000293612



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

**STATEMENT OF CHANGE OF REGISTERED AGENT
BY THE CORPORATION**

2009 SEP 14 AM 11:29

Pursuant to the provisions of Sections 7-1.2-502 or 7-1.2-1409 of the General Laws of Rhode Island, 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 WEIDLINGER ASSOCIATES, INC.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
155 SOUTH MAIN STREET, SUITE 301 PROVIDENCE RI 02903
3. The address of the NEW registered office is:
222 Jefferson Boulevard, 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:
CT CORPORATION SYSTEM
5. The name of the NEW registered agent is:
National Corporate Research, Ltd.
6. The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on _____

(a date not prior to, nor more than 30 days after, filing this statement)

Under penalty of perjury, I declare and affirm that I have examined this Statement of Change of Registered Agent by the Corporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 09/01/09

Kathy A. Butler
Signature of Authorized Officer of the Corporation

KATHY A. BUTLER, POWER OF ATTORNEY

Type or Print Name of Authorized Officer

11:29

FILED

SEP 14 2009

By AB98689

STATE OF New York)
COUNTY OF New York)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT, Raymond P. Daddazio of Weidlinger Associates, Inc., a Massachusetts corporation ("the Company"), does hereby appoint Janine Bequette or Kathy Butler, Assistant Secretary of National Corporate Research, Ltd., attorney-in-fact for the Company, to act for and in the name of the Company for the limited purposes authorized herein.

The Company having taken all necessary steps to authorize the changes and the establishment of this Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's registered agent and registered office, or the agent and office of similar import, in any jurisdiction, except in the State of New York.

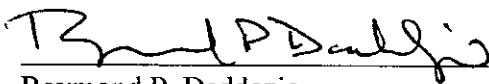
In the execution of any documents necessary for the purposes set forth herein, in the case of entities having managers or other positions of authority rather than officers such as Authorized Person, the named individuals shall act in such office and with such authority as is required to effect the changes herein contemplated.

This Power of Attorney expires upon the earliest to occur of (i) completion and filing of the documents necessary to effect the change in registered agent and registered office addresses contemplated herein, or (b) six (6) months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by notice to National Corporate Research, Ltd.

27th IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this day of August, 2009.

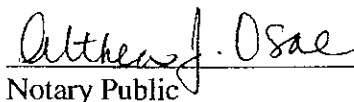
Weidlinger Associates, Inc.

BY:



Raymond P. Daddazio
President & CEO

Subscribed and sworn to before me this 27th day of August, 2009.


Notary Public

ALTHEA J. OSAE
Notary Public, State of New York
No. 010S6151617
Qualified in Bronx County
Commission Expires 08/21/2010