
**SLEPKOW &
SLEPKOW
ASSOCIATES Inc.**

ATTORNEYS AT LAW

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October 6, 2009

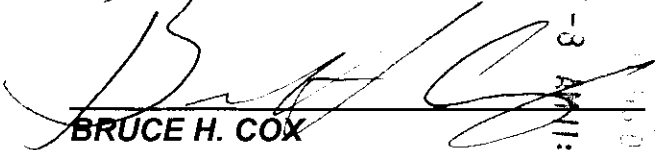
**Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615**

**RE: JP Mortgage Group, L.L.C.
ID# 123693**

Gentlemen:

I hereby resign as agent for service of JP Mortgage Group, L.L.C.

Very truly yours,


BRUCE H. COX

BHC/sas

2009 OCT -3 AM 11:03



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State



October 9, 2009

JP Mortgage Group, LLC
544 Milford Road, Milford Plaza
Swansea, MA 02777

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

RE: Corporate ID# 123693
JP Mortgage Group, LLC

Dear Sir or Madam:

This is to notify you that this office received on October 8, 2009 the resignation of Bruce H. Cox, Esq. as Resident Agent of the above-named limited liability company, a copy of which is enclosed. Section 7-16-11 of the General Laws of the State of Rhode Island states that "unless, a later time is specified in the resignation, it is effective thirty (30) days after it is filed."

Pursuant to the provisions set forth in Section 7-16-11 of the General Laws of the State of Rhode Island, "each domestic or foreign registered limited liability company shall have a resident agent for service of process on the limited liability company". In order to ensure that your authority to conduct business will remain intact, please file a Change of Resident Agent form with this office.

To file online using Visa, MasterCard or American Express, visit www.sec.state.ri.us/corps and simply click on the "File Corporations Online" link. If you do not have a CID and PIN or have forgotten your CID and/or PIN, please contact us at corp_pin@sec.state.ri.us.

If you prefer to use cash or check, visit www.sec.state.ri.us. Simply click on the "Corporation Forms" link to download a form. You can mail the form to us with your payment or visit our office to file in person. Of course, we will provide a hardcopy of the Change of Agent form upon request.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese
Manager of Data and Information Services
Corporations Division

enc.

Corporations Division, 148 West River Street, Providence, RI 02904 (401) 222-3040