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*also admitted in Massachusetts

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SECRETARY OF STATE
CORPORATIONS DIV
2009 OCT 26 PM 1:10

October 21, 2009

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

Re: 118 Bay Street Corporation
Entity ID Number: 139301

To Whom It May Concern:

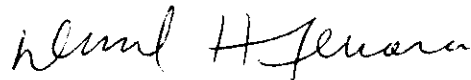
Pursuant to Rhode Island General Law § 7-1.2-502 **Change of registered office or registered agent.**— (c) [Any registered agent of a corporation may resign as an agent upon filing a written notice of the resignation with the secretary of state, who shall immediately notify the corporation of the resignation at its registered office. The appointment of the agent terminates upon the expiration of thirty (30) days after receipt of the notice by the secretary of state],

I hereby resign as registered agent of the above-referenced corporation.

If you have any questions regarding this matter, please contact me at my office.

Very truly yours,

TAFT & MCSALLY LLP



David H. Ferrara

DHF/mk

cc: 118 Bay Street Corporation



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State



October 28, 2009

118 Bay Street Corporation
118 Bay Street
Westerly, RI 02891

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# 139301
118 Bay Street Corporation

Dear Sir or Madam:

This is to notify you that this office received on October 26, 2009 the resignation of David H. Ferrara, Esq. 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 file a Change of Registered 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.