

PANNONE
LOPES
DEVEREAUX &
WEST_{LLC}

counselors at law

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November 9, 2009

Office of the Rhode Island Secretary of State
Corporations Division
148 West River Street
Providence, Rhode Island 02904


Re: New England Educational Services Agency, Inc.
ID No.: 271431

Dear Sir or Madam:

Pursuant to Section 7-6-13(c) of the General Laws of Rhode Island, 1956, as amended, please be advised that Gary R. Pannone hereby resigns as the registered agent for New England Educational Services Agency, Inc.

Sincerely,

PANNONE LOPES DEVEREAUX & WEST LLC


Gary R. Pannone

GRP:baf



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State



November 18, 2009

New England Educational Services Agency, Inc.
36 Whittier Road
Jamestown, RI 02835

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# 271431

New England Educational Services Agency, Inc.

Dear Sir or Madam:

This is to notify you that this office received on November 17, 2009 the resignation of Gary R. Pannone 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, you must file a Change of Registered Agent form with this office.

Additionally, our records indicate that the above-mentioned corporation is currently under a 60 day Revocation Notice effective October 27, 2009 for failure to file its annual report for the year 2009. Please file the annual report for the year 2009 along with the Change of Agent form.

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 and choose the appropriate forms to download. You can mail the forms to us with your payment or visit our office to file in person. Of course, we will provide a hardcopy of the forms upon request.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese
Manager, Data and Information Services
Corporations Division

enc.