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Form No. 641 Revised: 12/05

## 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

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 Hassenfeld Foundation                                                                                                                      |
|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2.  | The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  1027 Newport Ave., Pawtucket, RI 02801 |
| 3.  | The address of the NEW registered office is: 101 Dyer St., Suite 401, Providence RI 02903                                                                                     |
| 4.  | The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  Barry Nagler                               |
| 5.  | The name of the NEW registered agent is:  Alan G. Hassenfeld                                                                                                                  |
| 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.                                                                                               |
| Dat | Under penalty of perjury, I declare that the information contained herein is true and correct.  e: Feb. 18, 2011  The Hassenfeld Foundation                                   |
|     | Print Corporate Name  By Wassenfeld  Its President or Its Vice President  FFB 28 2011                                                                                         |
|     | PPK 40 701                                                                                                                                                                    |