

Filing Fee: \$20.00

Corp. I.D. # 0076881

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

QUANTUM INTERNATIONAL GROUP, INCORPORATED

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of
Delaware, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is QUANTUM INTERNATIONAL GROUP,
Incorporated

SECOND: The address of its present registered office is 321 South Main Street,
Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
2700 Hospital Trust Tower, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is Gary R. Pannone

FIFTH: The name of its successor registered agent is James P. Kelly

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated April 11, 1996

QUANTUM INTERNATIONAL GROUP
INCORPORATED

By

Its President

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

} Sc.

At Providence in said county on this 11th day
of April, 1996, personally appeared before me
Michael F. Sparfven, who, being by me first duly sworn, declared that he
is the President of Quantum International Group, Incorporated
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

APR 12 1996

BY 159231

Deborah A. Kulinski
Notary Public

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

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