

RCF&P

ROBERTS CARROLL FEIDSTEIN & PEIRCE INCORPORATED ATTORNEYS AT LAW

www.rcfp.com

rpeirce@rcfp.com

Direct Dial: (401) 278-2216

July 19, 2011

895 Elmwood Holdings, LLC
895 Elmwood Ave.
Providence, RI 02907

895 Elmwood Holdings, LLC
53 Gunners Exchange Road
Plymouth, MA 02360

RE: Notice of Resignation as Resident Agent
895 Elmwood Holdings, LLC
Identification Number: 000142421
Our File No. 3998-1

Dear Sir or Madam:

I hereby resign as Resident Agent for 895 Elmwood Holdings, LLC,
Identification Number 000142421.

Thank you for your attention to this matter.

Very truly yours,



Richard M. Peirce

RMP/sjq

cc: Office of the Secretary of State, Corporations Division
3998-1/576139

DENNIS J. ROBERTS
(1903-1994)

DAVID W. CARROLL

EDWARD D. FEIDSTEIN

RICHARD M. PEIRCE*

R. KELLY SHERIDAN

ROBERT P. LANDAU*

DENNIS E. CARLEY

R. JEFFREY KNISLEY

EDWARD G. AVILA*

JAMES A. MUSGRAVE*

JASON C. PRECIPHS*

KRISTIN BARKETT PETTEY*

DANIEL E. BURGOYNE*

AMY T. M. OAKLEY*

ELIZABETH A. SUEVER*

JOHN D. PLUMMER*

OF COUNSEL
MARTIN M. TEMKIN*

ALSO ADMITTED IN
MASSACHUSETTS

2011 JUL 20 AM 10:11

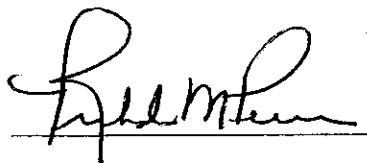
CERTIFICATION

I hereby certify that on the 19th day of July, 2011, I sent the originally executed Notice of Withdrawal as Resident Agent to:

895 Elmwood Holdings, LLC
895 Elmwood Ave.
Providence, RI 02907

with a copy to:

895 Elmwood Holdings, LLC
53 Gunners Exchange Road
Plymouth, MA 02360



3998-1/576164

2011 JUL 20 AM 10:11
STATE
DIV



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Division of Business Services

A. Ralph Mollis

Secretary of State

July 21, 2011

895 Elmwood Holdings, LLC
895 Elmwood Avenue
Providence, RI 02907

RE: Corporate ID# 142421
895 Elmwood Holdings, LLC

Dear Sir or Madam:

This is to notify you that this office received on July 20, 2011 the resignation of Richard M. Pierce, 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 a Change of Resident Agent form online using Visa, MasterCard or American Express, visit www.sos.ri.gov and click on the "File Business Forms" link under the Business Services heading. If you do not have a CID and PIN or have forgotten your CID and/or PIN, please contact us at corp_pin@sos.ri.gov.

If you prefer to use cash or check, visit www.sos.ri.gov and click on the "File Business Forms" link under the Business Services heading 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
Division of Business Services

enc.

Division of Business Services

Business Section

Phone: 401-222-3040
Fax: 401-222-1309
corporations@sos.ri.gov

First Stop Business Information Center

Phone: 401-222-2185
Fax: 401-222-1309
businessinfo@sos.ri.gov

Notary & Trademark Sections

Phone: 401-222-3040
Fax: 401-222-1309
notaries@sos.ri.gov
trademarks@sos.ri.gov

UCC Section

Phone: 401-222-3040
Fax: 401-222-1309
ucc@sos.ri.gov

Apostilles & Authentications

Phone: 401-222-1487
Fax: 401-222-1309
corporations@sos.ri.gov

Administrative Offices:

State House, Room 217,
Providence, RI 02903
Phone: 401-222-2357
Fax: 401-222-1356
www.sos.ri.gov