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ID Number: 28624



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

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV  
2011 SEP 29 AM 11:42

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 Providence Economic Development Partnership, Inc.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
444 Westminster Street, 3rd Floor, Providence, Rhode Island, 02903
3. The address of the NEW registered office is:  
55 Pine Street, Providence, Rhode Island, 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:  
Kathy A. Cosentino
5. The name of the NEW registered agent is:  
Joshua Teverow, Esq.
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.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: September 28, 2011

Providence Economic Development Partnership, Inc.  
Print Corporate Name

By [Signature]  
Its President ☐ or Its Vice President ☐

Its secretary - see attached  
certificate of authority

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SEP 29 2011

BY 153108 11:42

**PROVIDENCE ECONOMIC DEVELOPMENT PARTNERSHIP, INC.  
BOARD OF DIRECTORS  
CERTIFICATE OF AUTHORITY**

The undersigned secretary of the Providence Economic Development Partnership, Inc. ("PEDP") states as follows:

1. Providence Economic Development Partnership, Inc. is a corporation organized and existing under the Laws of the State of Rhode Island (the "PEDP").
2. The Officers and the Board of Directors of the PEDP are as follows:

<u>Executive Director:</u>	Thomas E. Deller
<u>Secretary:</u>	Juana Horton
<u>Treasurer:</u>	Kas DeCarvalho, Esquire
<u>Chairman:</u>	Mayor Angel Taveras
<u>Vice Chairman:</u>	Joseph Caffey
<u>Director:</u>	Daniel Baudouin
<u>Director:</u>	Gary Glassman
<u>Director:</u>	Alberto Guzman
<u>Director:</u>	Dr. Jason Harry
<u>Director:</u>	Constance Howes
<u>Director:</u>	Janet Raymond
<u>Director:</u>	Councilman Michael Solomon
<u>Director:</u>	Stephen Lane
<u>Director:</u>	Jonathan K. Templin
<u>Director:</u>	John Baldwin
<u>Director:</u>	Dale Venturini
<u>Alternate Director:</u>	Mark Feinstein
3. By vote of the Board of Directors present and participating, the following action was authorized at a duly called Meeting of the Board of Directors on September 21, 2011:
  - a) That the PEDP authorize Juana Horton as Secretary of the PEDP (since the PEDP does not have a President or Vice President), to execute a Statement of Change of Registered Agent by the Corporation (Form No. 641) with the Rhode Island Secretary of State, to change the registered agent of the PEDP from Kathy A. Cosentino to Joshua Teverow, Esquire (copy of unexecuted Form No. 641 attached).
4. The authorized action of the PEDP as described above is permitted by the Articles of Incorporation as amended and the By-Laws of the PEDP as

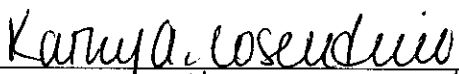
amended, and there are no provisions contained in the Articles of Incorporation or the By-Laws which would prohibit or in any way limit the authorized action of the PEDP as described above.

WITNESS my hand this 28<sup>th</sup> day of September 2011.

  
\_\_\_\_\_  
Juana Horton, Secretary

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

In Providence, on the 28<sup>th</sup> day of September, 2011, before me personally appeared the above named Juana Horton, Secretary of the Providence Economic Development Partnership, Inc., to me known and known by me to be the party executing the foregoing Certificate of Authority, and she acknowledged said instrument by her executed to be her free act and deed on behalf of the Providence Economic Development Partnership, Inc.

  
\_\_\_\_\_  
Notary Public Kathryn A. Cosentino  
My Commission Expires: 07/28/2011

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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.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: \_\_\_\_\_

\_\_\_\_\_  
Print Corporate Name

By \_\_\_\_\_  
Its President ☐ or Its Vice President ☐