

Filing Fee: \$10.00

ID Number: 107788



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

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CORPORATIONS DIV  
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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:

- The name of the corporation is The Wolf School, Inc.
- The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
215 Ferris Avenue, East Providence, RI 02916
- The address of the NEW registered office is:  
c/o Edwards Wildman Palmer LLP, 2800 Financial Plaza, Providence, RI 02903
- The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:  
Andrew M. Wallerstein
- The name of the NEW registered agent is:  
Jon M. Anderson, Esq.
- The address of the corporation's registered office and the address of the office of its registered agent, as changed, will be identical.
- 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: 3/28/12

THE WOLF SCHOOL, INC.

Print Corporate Name

By *Robert W. Christoph*  
Its President  or Its Vice President

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By 108451  
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**THE WOLF SCHOOL, INC.**

**Unanimous Written Consent of the Board of Directors**

As of January, 2012

The undersigned, being all of the members of the Board of Directors (the "Board") of The Wolf School, Inc., a Rhode Island non-profit corporation (the "Corporation"), hereby consent, pursuant to the provisions of Section 7-6-104 of the Rhode Island Nonprofit Corporation Act, to the adoption of the following resolutions for and on behalf of the Corporation:

**APPOINTMENT OF REGISTERED AGENT**

**RESOLVED:** That Jon M. Anderson, Esq., having a mailing address of c/o Edwards Wildman Palmer LLP, 2800 Financial Plaza, Providence, Rhode Island 02903 be, and hereby is, appointed registered agent for the Corporation in the State of Rhode Island; and it is further

**RESOLVED:** That the President or any Vice President of the Corporation be, and hereby is, authorized and directed to execute and file a Statement of Change of Registered Agent By the Corporation, with the Rhode Island Secretary of State's office to reflect such appointment; and it is further

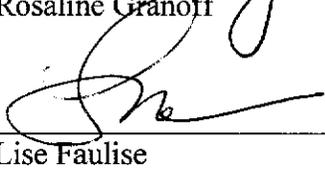
**RESOLVED:** That the Authorized Officers be, and each of them signing singly for and on behalf of the Corporation hereby is, authorized, empowered and directed to execute and deliver any and all other documents, to give and deliver such notices and to do or cause to be done such other acts as in his or her judgment are necessary, desirable or proper in order to effectuate the purpose and intent of the foregoing resolutions, and to consummate the transactions contemplated by such resolutions, and any and all documents and agreements heretofore executed and acts heretofore taken by the Authorized Officers to effectuate the purpose and intent of these resolutions and to consummate the transactions contemplated thereby are hereby in all respects ratified, confirmed and approved as the act or acts of the Corporation.

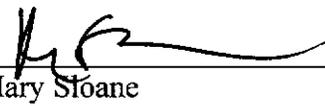
This Consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute a single instrument.

***NEXT PAGE IS SIGNATURE PAGE***

**IN WITNESS WHEREOF**, the undersigned members of the Board have caused this  
Consent to be executed as of the date first above written.

  
\_\_\_\_\_  
Rosaline Granoff

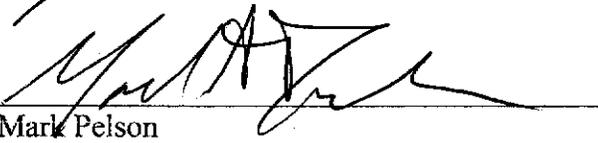
  
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Lise Faulise

  
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Mary Sloane

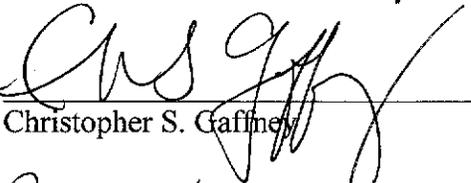
  
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Andrew Wallerstein

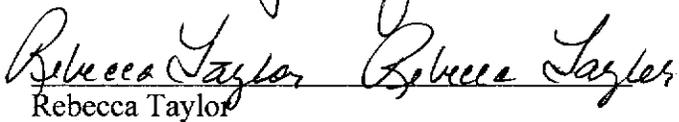
  
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Maureen Kelly

  
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Thomas Cicatiello

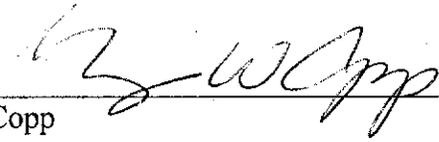
  
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Mark Pelson

  
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Scott W. DiChristofero

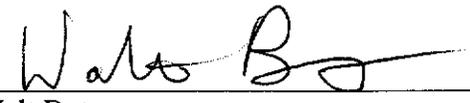
  
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Christopher S. Gaffney

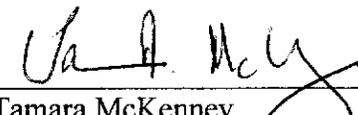
  
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Rebecca Taylor

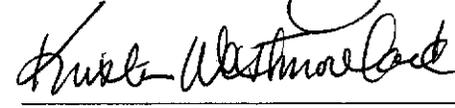
**SIGNATURES CONTINUED ON NEXT PAGE**

  
\_\_\_\_\_  
Mary Copp

  
\_\_\_\_\_  
Karen Holler

  
\_\_\_\_\_  
Walt Buteau

  
\_\_\_\_\_  
Tamara McKenney

  
\_\_\_\_\_  
Kristen Westmoreland

**SIGNATURE PAGE TO UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF  
THE WOLF SCHOOL, INC. RE CHANGE OF REGISTERED AGENT**