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

City Lights, Inc.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 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  
Rhode Island, 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 City Lights, Inc.

SECOND: The address of its present registered office is  
123 Dyer Street, Providence, RI

THIRD: The address to which its registered office is to be changed is  
5 College Park Court, Warwick, RI 02886

FOURTH: The name of its present registered agent is  
Neal R. Haber, Esquire

FIFTH: The name of its successor registered agent is

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 May 29, 19 87

City Lights, Inc.  
By Kenneth A. Gootkind  
Its President

STATE OF RHODE ISLAND }  
COUNTY OF KENT } SC.

At Warwick in said county on this 29th day  
of May, 19 87, personally appeared before me  
Kenneth A. Gootkind, who, being by me first duly sworn, declared that he  
is the President of City Lights, Inc.  
that he signed the foregoing document as President of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Ann Marie Simon  
Notary Public

JUN 2 1987