State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: $10.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Foreign Non Profit
Statement of Change of Registered Agent by the Corporation

(Section 7-6-78 of the General Laws of Rhode Island, 1956, as amended)

SECTION I

The name of the corporation is Herbert H. Lehman College Foundation, Inc.

SECTION II

The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:

222 JEFFERSON BOULEVARD, SUITE 200 WARWICK , RI 02888

The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:

INCORP SERVICES, INC.

SECTION III

The address of the NEW registered office is:

No. and Street: 222 JEFFERSON BOULEVARD
SUITE 200
City or Town: WARWICK State: RI Zip: 02888

The name of the NEW registered agent is: CORPORATION SERVICE COMPANY

SECTION IV

The address of the corporation's registered office and the address of the office of its registered agent, as changed, will be identical.

SECTION V

The change was authorized by resolution duly adopted by its board of directors.

Signed this 9 Day of September, 2016 at 9:58:51 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

0-7150-0

Herbert H. Lehman College Foundation, Inc.
Corporate Name

By DR. JOSE R. CRUZ

_X_ Its President or __ Its Vice President (check one)

Form No. 641
Revised 09/07

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