

Filing Fee: \$20.00

Corp. I.D. # 0011002

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

Mill Pond Cottages, 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 Mill Pond Cottages, Inc.

SECOND: The address of its present registered office is 461 Chapel Street, Block Island,
Rhode Island 02807

THIRD: The address to which its registered office is to be changed is
120 Wayland Avenue, Providence, RI 02906

FOURTH: The name of its present registered agent is John S. Pfarr

FIFTH: The name of its successor registered agent is John S. Pfarr

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 September 6, 1996
I hereby certify a copy of this
statement has been mailed to the
above named corporation.

By John S. Pfarr

~~XXXXXXXXXX President~~
Registered Agent

STATE OF RHODE ISLAND

} Sc.

COUNTY OF PROVIDENCE

At Providence in said county on this 6th day
of September, 1996, personally appeared before me
John S. Pfarr, who, being by me first duly sworn, declared that he
is the Registered Agent of Mill Pond Cottages, Inc.
that he signed the foregoing document as Registered Agent of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

SEP 11 1996

By 167285

Karl E. Wallin
Notary Public

Karl E. Wallin
My Commission Expires: June 18, 1997