

Filing Fee: \$20.00

Corp. I.D. # 702

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

ALLIANCE FINANCE CORPORATION OF RHODE ISLAND

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 ALLIANCE FINANCE CORPORATION OF
RHODE ISLAND

SECOND: The address of its present registered office is
65 Baldwin Street, East Providence, RI 02914

THIRD: The address to which its registered office is to be changed is
2700 Hospital Trust Tower, Providence, RI 02903

FOURTH: The name of its present registered agent is
Henry D. Rose

FIFTH: The name of its successor registered agent is
Stephen M. Prignano, Esq.

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 October 30, 1995

ALLIANCE FINANCE CORPORATION OF
RHODE ISLAND

By Henry D. Rose

Its President

FILED

NOV 8 1995

By AMB #79
} Sc 3113

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

At in said county on this 30 day
of October, 1995, personally appeared before me
Henry D. Rose, who, being by me first duly sworn, declared that he
is the President of ALLIANCE FINANCE CORPORATION OF
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Notary Public