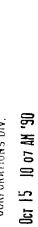
STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH, OF

PACIFIC EQUITIES NETWORK

To the Secretary of State

of the State of Rhode Island

| Pursuant to the provisions of Section 7-1.1-107 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 CALIFORNIA , submits the following statement for the purpose of changing its |
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| registe: ed office or its registered agent, or both, in the State of Rhode Island: |
| FIRST: The name of the corporation is PACIFIC EQUITIES NETWORK |
| SECOND: The address of its present registered office is 111 WESTMINISTER STREET, PROVIDENCE, RHODE ISLAND, 02903 |
| TH. The address to which its registered office is to be changed is Suite 3-A, 101 Dyer Street, Providence, Rhode Island 02903 |
| FOURTH: The name of its present registered agent is C T CORPORATION SYSTEM |
| FIFTH: The name of its successor registered agent is The Prentice-Hall Corporation System, Inc. |
| 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 24, , 19 90 |
| PACIFIC EQUITIES NETWORK By Within M Gennelhant |
| Its X President |
| At New Place Sc. At New Place I in said county on this At day of studies , 19.0, personally appeared before me Notice who, being by me first duly sworn, declared that he s the Puddet of Paulic Zgutte National hat he signed the foregoing document as or the orporation and that he statements therein contained are true. SHERI A FRAZER Noticy Addict Collionia ORANGE COUNTY My Commission Epites August 11, 1963 |
| NOTARIAL SEA") Notary Public S |



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NOTING PARKECCOUNTY
COMMISSION ENTREE
AUGUST 18, 1993

C2#4933 RECEIVED SECRETARY OF STATE CORPORATIONS DIV.