

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

Newport Country Club

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section _____ 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 _____,
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 _____
Newport Country Club

SECOND: The address of its present registered office is _____
Harrison Ave., Newport, RI 02840

THIRD: The address to which its registered office is to be changed is _____
Sheffield & Harvey, Long Wharf Mall, Newport, RI 02840

FOURTH: The name of its present registered agent is _____
John H. Chapman

FIFTH: The name of its successor registered agent is _____
Brian G. Bardorf

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 Dec 18, 1992

PAID
DEC 21 1992
SECY OF STATE

By

Its _____ President

STATE OF

COUNTY OF

} Sc.

At NEWPORT in said county on this 18th day
of DECEMBER, 1992, personally appeared before me
BARCLAY DOUGLAS, who, being by me first duly sworn, declared that he
is the PRESIDENT of the Newport Country Club
that he signed the foregoing document as PRESIDENT of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Francis H. Leiper
Notary Public

My Commission Expires June 30, 1993

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