

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

MESSINA MOTORS, 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  
R.I., 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  
MESSINA MOTORS, INC.

SECOND: The address of its present registered office is  
373 Elmwood Avenue, Providence, R.I.

THIRD: The address to which its registered office is to be changed is  
Steven N. Ortoleva, Esq., 1543 Smith St., No. Prov., R.I. 02911

FOURTH: The name of its present registered agent is  
William N. DiFillipo

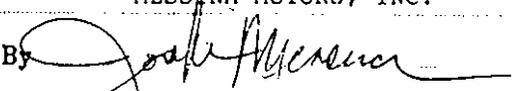
FIFTH: The name of its successor registered agent is  
Steven N. Ortoleva, Esquire

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 Nov. 25, 1989

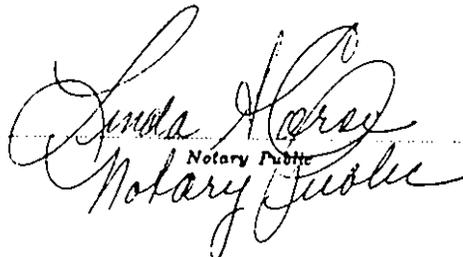
MESSINA MOTORS, INC.

By   
Its President

STATE OF RHODE ISLAND }  
COUNTY OF PROVIDENCE } SC.

At North Providence in said county on this 25th day  
of November, 1989, personally appeared before me  
Joseph Messina, who, being by me first duly sworn, declared that he  
is the President of Messina Motors, Inc.  
that he signed the foregoing document as President of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

  
Notary Public

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