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ID Number: 34904



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT
BY THE CORPORATION

05 FEB 11 AM 11:28
SECRETARY OF STATE
CORPORATION DIVISION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered agent and its registered office in the state of Rhode Island:

- 1. The name of the corporation is Rosciti Associates, Inc.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: 139 King Philip Street, Johnston, RI 02919
3. The address of the NEW registered office is: Ten Weybosset Street, 10th Floor, Providence, RI 02903
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: Henry V. Rosciti
5. The name of the NEW registered agent is: Joseph DeAngelis, Esq.
6. The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on (a date not prior to, nor more than 30 days after, filing this statement)
7. The change was authorized by resolution duly adopted by its board of directors. [Strike if inapplicable pursuant to Section 7-1.1-51(1).]

Date: January 27, 2005

Rosciti Associates, Inc.

Print Corporate Name

By [Signature] Its President [checked] or Its Vice President [unchecked]

STATE OF Rhode Island
COUNTY OF Providence

In Johnston, on this 27th day of January, 2005, personally appeared before me Henry V. Rosciti who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

FILED

FEB 11 2005

[Signature]
Notary Public
My Commission Expires: 6/20/05

By M57677

GSM