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

Barrington Pediatric Associates, 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 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 Barrington Pediatric
Associates, Inc.

SECOND: The address of its present registered office is 2700 Hospital Trust
Tower, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is 1500 Fleet
Center, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is
James J. Skeffington, Esq.

FIFTH: The name of its successor registered agent is
Paul A. Silver, 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 Sept. 15, 1986

Barrington Pediatric Associates, Inc.

By Normand E. Gauvin, M.D.
Its President

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } Sc.

At EAST PROVIDENCE in said county on this 15th day
of SEPTEMBER, 1986, personally appeared before me Normand E.
Gauvin, who, being by me first duly sworn, declared that he
is the President of Barrington Pediatric Associates, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

SEP 18 1986

(NOTARIAL SEAL)

Anna M. Hall
Notary Public

