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Corp. I.D. # _____

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

SOUTHWIND CORPORATION

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 SOUTHWIND CORPORATION

SECOND: The address of its present registered office is 170 Westminster Street,
Providence, R. I.

THIRD: The address to which its registered office is to be changed is
One Center Place, Providence, R. I. 02903

FOURTH: The name of its present registered agent is Frank Caprio

FIFTH: The name of its successor registered agent is Frank Caprio

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 March 31, 19 88

SOUTHWIND CORPORATION

By *Joseph Formicola*
Its Vice President

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } Sc.

At Providence, in said county on this 31st day
of March, 19 88, personally appeared before me
Joseph G. Formicola, who, being by me first duly sworn, declared that he
is the Vice President of Southwind Corporation
that he signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Leo M. Centazzo
Notary Public

APR 05 1988