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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

Pursuant to the provisions of Sections 71.1-12 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: The name of the corporation is Gateway Professional Group, Inc. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: 56 Exchange Terrace, Providence, RI 02903 3. The address of the NEW registered office is: 2300 Financial Plaza, Providence, RI 02903 The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: Don E. Wineberg, Esq. The name of the NEW registered agent is: Adler Pollock & Sheehan P.C. 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 upon filing. (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).1 Date: 5-10-04 Gateway Professional Group, Inc. MAY 14 2004 Print Corporate Name By Emc STATE OF RHODE ISLAND COUNTY OF PROVIDENCE

____ , on this _*_/0*_ day of MAY , 2004 , personally appeared who, being by me first duly sworn, declared that he/she 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. Mudra

Notary Public

My Commission Expires:

Form No. 640 Revised: 08/02

is the PRESIDENT

In fawtucket
before me LARRY SHUSHANSKY