

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

THE DUNES 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 The Dunes Corporation

SECOND: The address of its present registered office is 2000 Hospital Trust
Tower, Providence, Rhode Island 02903.

THIRD: The address to which its registered office is to be changed is
The Dunes Club, 137 Boston Neck Road, Narragansett, Rhode Island

FOURTH: The name of its present registered agent is
Christopher H. Little, Esq.


FIFTH: The name of its successor registered agent is Donald Dragon

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 June 30, 1990


The Dunes Corporation

By 
James S. Smith
Its President

STATE OF RHODE ISLAND }
COUNTY OF WASHINGTON } SC.

At Narragansett in said county on this seventeenth day
of August, 1990, personally appeared before me
James S. Smith, who, being by me first duly sworn, declared that he
is the President of The Dunes Corporation
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public
My Commission Expires June 30, 1991

02882-0749
AUG 24 11 45 AM '90
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.