

No Fee

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

Village House Convalescent Home, Inc.

(14812)

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
, 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

Village House Convalescent Home, Inc.

SECOND: The address of its present registered office is Rhode Island

THIRD: The address to which its registered office is to be changed is

Village House Convalescent Home, Inc. 70 Harrison Ave. Newport, RI 02840

FOURTH: The name of its present registered agent is

Elliot Cohen

FIFTH: The name of its successor registered agent is

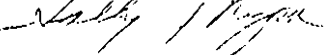
Sally J. Ryan

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 May 8, 1986

Village House Convalescent Home, Inc.

By 
Its Sec./ President

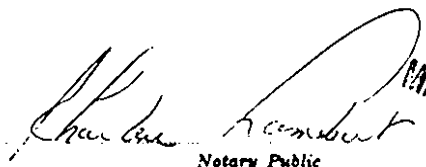
STATE OF Rhode Island

COUNTY OF Newport

} Sc.

At Village House in said county on this 9th day
of May, 1986, personally appeared before me Sally J. Ryan
, who, being by me first duly sworn, declared that he
is the Secretary/President of Village House Convalescent
that he signed the foregoing document as Secretary/President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

 MAY 29 1986
Notary Public