

Filing Fee: \$10.00

ID Number: DNP-86512

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH, BY THE CORPORATION**

Pursuant to the provisions of Sections 7-6-13 or 7-6-78 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Rhode Island:

1. The name of the corporation is Project Hope/Projecto Esperanza, Inc.
2. The address of the registered office as PRESENTLY shown in the corporation records on file with the Rhode Island Secretary of State is: C/O William T. Murphy, Esquire, William T. Murphy Law Offices, Inc., The Calart Tower, 400 Reservoir Avenue, Suite 3L, Providence, RI 02907.
3. The address of the NEW registered office is: C/O William T. Murphy, Esquire, William T. Murphy Law Offices, Inc., Old Colony House, 58 Weybosset Street, Suite 400, Providence, RI 02903.
4. The name of the registered agent as PRESENTLY shown in the corporation records on file with the Rhode island Secretary of State is: William T. Murphy, Esquire.
5. The name of the NEW registered agent is: N/A
6. The address of the corporation's registered office and the address of the office of its registered agent, as changed, will be identical.
7. The change was authorized by resolution duly adopted by its board of directors.

Under penalty of perjury, I declare that the information contained herein is true and correct.

DATE: January 3, 2001.

Project Hope/Projecto Esperanza, Inc.

BY: William J. Vassumji
Vice President

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
JAN 16 2001

FILED
JAN 16 2001
By WJ Vassumji