

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

Charles Fradin, Inc.

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 Charles Fradin, Inc.

SECOND: The address of its present registered office is 615 Hospital Trust Bldg.,
15 Westminster St., Providence, RI

THIRD: The address to which its registered office is to be changed is
~~One Old Stone Square~~, Providence, RI 02903-7104

FOURTH: The name of its present registered agent is Harold H. Winsten

FIFTH: The name of its successor registered agent is Harold H. Winsten

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 , 19 92

Charles Fradin, Inc.

By

Its

President

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

} SC.

At in said county on this 26th day
of March , 19 92, personally appeared before me
Paul M Fradin , who, being by me first duly sworn, declared that he
is the President of Charles Fradin, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Michael J. Smith
Notary Public
Michael J. Smith
My Comm. Exp. Jan 1992

02#17838