

Filing fee: \$10.00
420.00

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

MT Professional Offices, 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
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 MT Professional Offices, Inc.

SECOND: The address of its present registered office is 105 Sockanosset
Cross Road, Cranston, RI 02920

THIRD: The address to which its registered office is to be changed is
1200 Reservoir Avenue, Cranston, Rhode Island 02920

FOURTH: The name of its present registered agent is
Angelo R. Marocco


FIFTH: The name of its successor registered agent is same

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 February 20, 1995

MT Professional Offices, Inc.

By 
Angelo R. Marocco
Its President

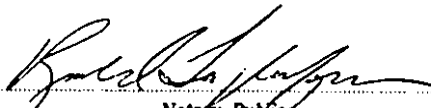
STATE OF Rhode Island }
COUNTY OF Providence } Sc.

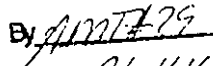
At Cranston in said county on this 20th day
of February, 1995, personally appeared before me
Angelo R. Marocco, who, being by me first duly sworn, declared that he
is the President of MT Professional Offices, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

FEB 21 1995


Notary Public
ROBERTO TAGLIAPIETRA

By 
136146

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STATE
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