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Corp. I.D. # 71517

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

Richard K. Ohnmacht, M.D., Ltd.

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
Richard K. Ohnmacht, M.D., Ltd.

SECOND: The address of its present registered office is
500 Turks Head Building, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
10 Dorrance Street, Providence, RI 02903

FOURTH: The name of its present registered agent is
Bruce A. Wolpert, Esquire

FIFTH: The name of its successor registered agent is.
Bruce A. Wolpert, Esquire

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 10/22, 1996

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SECY OF STATE

Richard K. Ohnmacht, M.D., Ltd.

By Richard K. Ohnmacht
Its President

STATE OF Rhode Island }
COUNTY OF Providence } SC.

At Cranston, in said county on this 22 day
of October, 1996, personally appeared before me
Richard K. Ohnmacht, who, being by me first duly sworn, declared that he
is the President of Richard K. Ohnmacht, M.D., Ltd.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Yvonne S. S. Notary Public
commission expires 8/24/97