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Corp. I.D. # 15017

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

NEW ENGLAND BROKERAGE CORP.

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 NEW ENGLAND BROKERAGE CORP.

SECOND: The address of its present registered office is
50 Power Road Pawtucket, Rhode Island 02860

THIRD: The address to which its registered office is to be changed is
875 Centerville Road Warwick, Rhode Island 02886

FOURTH: The name of its present registered agent is
Anthony J. DeLisi, Jr.

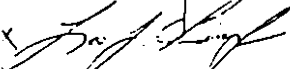
FIFTH: The name of its successor registered agent is

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 January 4, 19 89

NEW ENGLAND BROKERAGE CORP.

By 
Its President

STATE OF RHODE ISLAND }
COUNTY OF KENT } Sc.

At Warwick in said county on this 4th day
of January, 19 89, personally appeared before me
Leo J. DeLisi, Jr., who, being by me first duly sworn, declared that he
is the President of NEW ENGLAND BROKERAGE CORP.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public

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SECRETARY OF STATE
CORPORATIONS DIV.

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CORPORATIONS DIV.

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