

Filing Fee: \$20.00

Corp. I.D. # 5917

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF
Brownstone, 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 Brownstone, Inc.

SECOND: The address of its present registered office is 122 Touro Street,
Newport, Rhode Island 02840.

THIRD: The address to which its registered office is to be changed is
122 Touro Street, Newport, Rhode Island 02840

FOURTH: The name of its present registered agent is Thomas W. Kelly

FIFTH: The name of its successor registered agent is Turner C. Scott

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 10-28-94, 1994

Gary Kilroy
By Gary Kilroy

Its President

STATE OF RHODE ISLAND }
COUNTY OF NEWPORT } Sc.

At Newport in said county on this 28 day
of October, 1994, personally appeared before me
Gary Kilroy, who, being by me first duly sworn, declared that he
is the President of Brownstone, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

FILED

OCT 31 1994

(NOTARIAL SEAL)

Mary Louise Sullivan
Notary Public
Comm. Expires 6/13/96

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