

Filing fee: \$10.00

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

P & R ASSOCIATES, 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 R & R ASSOCIATES, INC.

SECOND: The address of its present registered office is
824 Industrial Bank Building

THIRD: The address to which its registered office is to be changed is Suite 1 -
Auburndale Building, 1258 Elmwood Avenue, Providence, Rhode Island 02907

FOURTH: The name of its present registered agent is
Edward S. Goldin, Esquire

FIFTH: The name of its successor registered agent is
Raymond A. Tomasso, Esq.

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 June 14, 1975

P & R ASSOCIATES, INC.

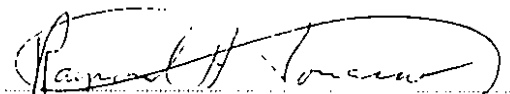
By Rosemarie M. Tomasso

Its Vice President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Providence in said county on this fourteenth day
of June, 1975, personally appeared before me Rosemarie
M. Tomasso, who, being by me first duly sworn, declared that she
is the Vice President of R & R Associates, Inc.
that she signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public
Notary Public

JUN 19 1975