

Filing Fee: \$20.00

Corp. I.D. # 48082

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

E.R. SMITH ASSOCIATES, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 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
Connecticut, 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 E.R. Smith Associates, Inc.

SECOND: The address of its present registered office is 53 High Street, Westerly,
RI 02891

THIRD: The address to which its registered office is to be changed is 42 Granite
Street, Westerly, RI 02891

FOURTH: The name of its present registered agent is Victor Orsinger, Esq.

FIFTH: The name of its successor registered agent is George A. Comolli, 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 , 1995

FILED

JUN 23 1995

BY 141030

By Sandra Andalora

Its Vice President

STATE OF Rhode Island }
COUNTY OF Washington } Sc.

At Westerly in said county on this day
of June , 19 95, personally appeared before me Sandra
Andalora , who, being by me first duly sworn, declared that she
is the Vice President of E.R. SMITH ASSOCIATES, INC.
that ~~he~~ ^{SHE} signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Notary Public
George A. Comolli, #2730