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

FILED

OCEAN STATE CAR WASH, INC.

JUL 29 1997

By 983189120

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 OCEAN STATE CAR WASH, INC.

SECOND: The address of its present registered office is 38 North Court
Street, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
349 Warren Avenue, East Providence, RI 02914

FOURTH: The name of its present registered agent is
Richard Morneau, Esquire

FIFTH: The name of its successor registered agent is
Gregory S. Dias, 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 July 28, 19 97

OCEAN STATE CAR WASH, INC.

By Timothy E. Woodward
Timothy E. Woodward
Its President

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } SC.

At East Providence in said county on this 28 day
of July, 19 97, personally appeared before me
Timothy E. Woodward, who, being by me first duly sworn, declared that he
is the President of Ocean State Car Wash, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Jean R. Remond
Notary Public
Jean R. Remond
Notary Public