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

ALLMERICA INVESTMENTS, INC.

FILED
MAR 07 1995
BY 4659129457

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
Massachusetts, 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 Allmerica Investments, Inc.

SECOND: The address of its present registered office is
400 Massasoit Avenue, Suite 200, E. Providence, RI 02914

THIRD: The address to which its registered office is to be changed is
123 Dyer Street, Providence, R. I. 02903

FOURTH: The name of its present registered agent is
Terrance J. Nolan

FIFTH: The name of its successor registered agent is
C T CORPORATION SYSTEM

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 February 28, 1995

Allmerica Investments, Inc.
By *Robert P. Moreno*
Its Vice President

STATE OF Massachusetts }
COUNTY OF Worcester } Sc.

At 440 Lincoln Street in said county on this 28th day
of February, 1995, personally appeared before me
Ruben P. Moreno, who, being by me first duly sworn, declared that he
is the Vice President of Allmerica Investments, Inc.
that he signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Christina A. ...
Notary Public
My commission expires February 28, 1996