

\$20.00

Corp. I.D. # 0069421

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

Siwell Corp.

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 Siwell Corp.

SECOND: The address of its present registered office is
321 South Main Street, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
No change

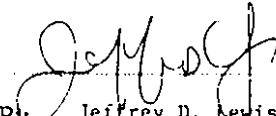
FOURTH: The name of its present registered agent is
Jeffrey W. Ray

FIFTH: The name of its successor registered agent is
Gary R. Pannone

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 9, 1994

By 
Jeffrey D. Lewis

Its President

STATE OF Rhode Island } SC.
COUNTY OF

At East Providence in said county on this 9th day
of June, 1994, personally appeared before me
Jeffrey D. Lewis, who, being by me first duly sworn, declared that he
is the President of Siwell Corp.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED
JUN 10 1994

Notary Public