

Filing Fee: \$20.00

Corp. I.D. #

40724

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

S&P Heat Treating, Inc.

FILED

JUL 18 1997

To the Secretary of State
of the State of Rhode Island

By 9703918729

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 S&P Heat Treating, Inc.

SECOND: The address of its present registered office is 797 Bald Hill Rd.,
Warwick, RI 02886

THIRD: The address to which its registered office is to be changed is 1050 Main St.
Suite 25, East Greenwich, RI 02818

FOURTH: The name of its present registered agent is Louis Petrarca

FIFTH: The name of its successor registered agent is John A. Conery

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 18, 1997

S&P Heat Treating, Inc.

By Arvind N. Patel

Its authorized President

STATE OF Rhode Island

COUNTY OF Kent
East Greenwich

} Sc.

At 18th
July, 1997, in said county on this day
of July, 1997, personally appeared before me
Arvind N. Patel, who, being by me first duly sworn, declared that he
is the President of S&P Heat Treating, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Notary Public
My Comm Exp 4/24/2001