

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

GEORGE W. PIRIE, D.M.D., LTD.

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
GEORGE W. PIRIE, D.M.D., LTD.

SECOND: The address of its present registered office is
77 TOLLGATE ROAD, WARWICK RI 02886

THIRD: The address to which its registered office is to be changed is
1220 KINGSTOWN ROAD, PEACE DALE RI 02883

FOURTH: The name of its present registered agent is
GEORGE W. PIRIE

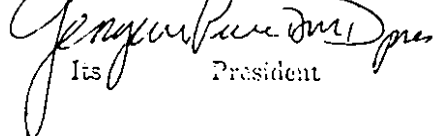
FIFTH: The name of its successor registered agent is
DONALD J. PACKER, ESQ.

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 February 28, 1989

GEORGE W. PIRIE, D.M.D., LTD.

By 
Its President

STATE OF Rhode Island }
COUNTY OF Washington } Sec.

At South Kingstown in said county on this 28th day
of February, 1989, personally appeared before me
George W. Pirie, who, being by me first duly sworn, declared that he
is the President of George W. Pirie, D.M.D., Ltd.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public

RECEIVED
SECRETARY OF STATE
CORPORATE DIVISION

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