

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

Joseph D. Lacourse & Son, Inc.

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
Joseph D. Lacourse & Son, Inc.

SECOND: The address of its present registered office is
864 Central Ave. Pawtucket, R. I. 02861

THIRD: The address to which its registered office is to be changed is
260 Middle Street Pawtucket, R. I. 02860

FOURTH: The name of its present registered agent is
Thomas A. Blanchette

FIFTH: The name of its successor registered agent is
Raymond P. Lacourse

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 January 8 1997

PAID

JAN 14 1997
SECY OF STATE

Joseph D. Lacourse & Son, Inc.

By Raymond P. Lacourse
Raymond P. Lacourse
Its Vice-President

STATE OF Rhode Island }
COUNTY OF Providence } SC.

At Pawtucket in said county on this 10th day
of January, 1997, personally appeared before me
Raymond P. Lacourse, who, being by me first duly sworn, declared that he
is the Vice-President of Joseph D. Lacourse & Son, Inc.
that he signed the foregoing document as Vice-President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Karl A. Marshall
Notary Public