



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT
BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered agent and its registered office in the state of Rhode Island:

- 1. The name of the corporation is KATHY'S PLACE INC
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: EDWARD E DILLON, JR 747 VICTORY HIGHWAY PO BOX 119 SLATERSVILLE RI 02876
3. The address of the NEW registered office is: 15 WYSTERIA LANE CUMBERLAND, RI 02864
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: EDWARD E DILLON, JR ATTORNEY AT LAW
5. The name of the NEW registered agent is: THOMAS J CONCILIO
6. The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on UPON FILING
7. The change was authorized by resolution duly adopted by its board of directors. [Strike if inapplicable pursuant to Section 7-1.1-51(1).]

Date: 1-27-03

KATHY'S PLACE INCORPORATED
Print Corporate Name
By THOMAS J CONCILIO Thomas J Concilio
Its President [] or Its Vice President [X]

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, on this 27th day of January, 2003, personally appeared before me Thomas J. Concilio who, being by me first duly sworn, declared that he/she is the VICE PRESIDENT of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

FILED
FEB 21 2003

Messle R. Baucher
Notary Public
My Commission Expires: 10/6/05

BY CON 313143