

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

House of Brides, 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

House of Brides, Inc.

SECOND: The address of its present registered office is

191 Social Street, Woonsocket, Rhode Island 02895

THIRD: The address to which its registered office is to be changed is

176 Eddie Dowling Highway, North Smithfield, Rhode Island 02896

FOURTH: The name of its present registered agent is

Mark L. Smith, Esq.

FIFTH: The name of its successor registered agent is

Mark L. Smith, 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 , 19

Lynda Spencer Smith
By *Lynda* Virginia Spencer Smith
Its *not* President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At *Woonsocket* in said county on this *8th* day
of *September*, 19*93*, personally appeared before me *Lynda*
Spencer-Smith, who, being by me first duly sworn, declared that he
is the *vice* President of House of Brides, Inc.
that he signed the foregoing document as *vice* President of the
corporation, and that the statements therein contained are true.

REC'D & FILED SEP 10 1993
104724

(NOTARIAL SEAL)

Mary G. Smith
Notary Public