

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

WILKES AND COMPANY

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 R.I.

....., 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 WILKES AND COMPANY

SECOND: The address of its present registered office is Tillingheat Collins & Graham,  
One Old Stone Square, Providence, R.I. 02903

THIRD: The address to which its registered office is to be changed is Andrew Wilkes,  
40 Quail Hollow Rd, Cranston, R.I. 02920

FOURTH: The name of its present registered agent is Gerald Parascandolo

FIFTH: The name of its successor registered agent is Andrew Wilkes

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 August 5, 1996.

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NO TELECO

Wilkes and Company  
By Andrew Wilkes

Its ..... President

STATE OF RHODE ISLAND

} Sc.

COUNTY OF PROVIDENCE

At Providence, RI in said county on this 6th day  
of August, 1996, personally appeared before me Andrew L.

Wilkes, who, being by me first duly sworn, declared that he  
is the President of Wilkes and Company

that he signed the foregoing document as President of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Jose A. Medeiros  
Notary Public

My Commission expires 11/7/96