

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

KELLY & PICERNE INSURANCE AGENCY, INC.

14829

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
KELLY & PICERNE INSURANCE AGENCY, INC.

SECOND: The address of its present registered office is
75 Lambert Lind Highway, Warwick, Rhode Island 02886

THIRD: The address to which its registered office is to be changed is
No Change

FOURTH: The name of its present registered agent is
Arthur L. Kramer

FIFTH: The name of its successor registered agent is
Ned L. Craun

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 March 31, 1986

KELLY & PICERNE INSURANCE AGENCY, INC.

By Ronald R.S. Picerne

Its President

STATE OF Rhode Island
COUNTY OF Kent } Sc.

At Warwick in said county on this 31 day
of March, 1986, personally appeared before me
Donald R. Picerne, who, being by me first duly sworn, declared that he
is the President of Kelly & Picerne Insurance Agency, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Paul H. Allen
Notary Public

APR 10 1986