

1932

Filing fee: \$10.00

STATEMENT OF
CANCELLATION OF REDEEMABLE SHARES
OF

Barbara Realty Co.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-61 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement of cancellation by redemption or purchase of redeemable shares of the corporation:

FIRST: The name of the corporation is Barbara Realty Co.

SECOND: The number of redeemable shares of the corporation cancelled through redemption or purchase is 858, itemized as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>
Preferred		858

THIRD: The aggregate number of issued shares of the corporation after giving effect to such cancellation is 905, itemized as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>
Common	Class A	200
Common	Class B	705

FOURTH: The amount of the stated capital of the corporation after giving effect to such cancellation is \$16,649

FIFTH: The number of shares which the corporation has authority to issue after giving effect to such cancellation is 95, itemized as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>
Common	B	95

Dated December 31, 1996

Barbara Realty Co.
By *Thomas F. Massimoli*
Its President
and *Samuel J. Fitzmaurice*
Its Ass't. Secretary

FILED

DEC 31 1996

By *UGT 43*
195434

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } SC.

At PROVIDENCE in said county on this 31st day
of DECEMBER, 1996, personally appeared me RAYMOND
T. MANDINI, who, being by me first duly sworn, declared that he is the
PRESIDENT of BARBARA REALTY CO

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

Raymond T. Mandini
Notary Public
State of Rhode Island and Providence Plantations
My Commission Expires 7/12/97

(NOTARIAL SEAL)