

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

CINDY'S DINER & RESTAURANT, 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 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 Cindy's Diner & Restaurant, Inc.

SECOND: The address of its present registered office is 630 Hospital Trust Bldg., P.O. Box 513, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is 311 Angell Street, Providence, RI 02906

FOURTH: The name of its present registered agent is Peter K. Rosedale

FIFTH: The name of its successor registered agent is Leonard Accardo, Jr.

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 January 6, 1997

Edna R. Sauriol
By Edna R. Sauriol
Its President

STATE OF Rhode Island

COUNTY OF Providence

At Scituate in said county on this 6th day

of January, 1997, personally appeared before me Edna R. Sauriol, who, being by me first duly sworn, declared that he is the President of Cindy's Diner & Restaurant, Inc. that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED
JAN 10 1997
BY JB#9
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Cheryl Ann Clarke
Notary Public

JAN 10 11 42 AM '97

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FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE