

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

**MARIANI, HURLEY & CHANDLER, 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  
MARIANI, HURLEY & CHANDLER, INC.

SECOND: The address of its present registered office is  
128 Dorrance Street, Providence Rhode Island 02903

THIRD: The address to which its registered office is to be changed is  
30 Exchange Terrace, Providence Rhode Island 02903

FOURTH: The name of its present registered agent is  
Steven I. Rosenbaum, Esq.

FIFTH: The name of its successor registered agent is  
Steven I. Rosenbaum, 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 July 1, 1994

MARIANI, HURLEY & CHANDLER, INC.

By

Its President

STATE OF Rhode Island }  
COUNTY OF Providence } SC.

At Providence, in said county on this 1st day  
of July, 1994, personally appeared before me  
Robert C. Hurley, who, being by me first duly sworn, declared that he  
is the President of MARIANI, HURLEY & CHANDLER, INC.  
that he signed the foregoing document as President of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

*[Signature]*  
Notary Public AUG 9 1994