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

F. PAOLINO HOMES, 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 F. PAOLINO HOMES, INC.

SECOND: The address of its present registered office is 252 Pontiac Avenue,
Cranston, Rhode Island

THIRD: The address to which its registered office is to be changed is 367 Phenix
Avenue, Cranston, Rhode Island

FOURTH: The name of its present registered agent is Frank Paolino

FIFTH: The name of its successor registered agent is Frank Paolino

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 June 30, 1975

F. PAOLINO HOMES, INC.

By *Frank Paolino*

Its President

STATE OF RHODE ISLAND

COUNTY OF KENT

} Sc.

At Warwick in said county on this 20th day
of June, 1975, personally appeared before me
Frank Paolino, who, being by me first duly sworn, declared that he
is the President of F. PAOLINO HOMES, INC.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

AUG 31 1975

AUG 21 1975