

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Rhode Island:

- 1. The name of the corporation is: Kardinal Land, Inc.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: 42 Standish Road, Jamestown, RI 02835
3. The address of the NEW registered office is: 28 Dawn Marie Drive, Portsmouth, RI 02871
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: Devere V. Carney, Jr. Margaret R. Carney
5. The name of the NEW registered agent is: Devere V. Carney, Jr.
6. The change of address of the registered office, or the appointment of a new registered agent, or both, as the case may be, shall become effective upon the filing of this statement, or on October 1, 1997
7. The change was authorized by resolution duly adopted by its board of directors.

FILED

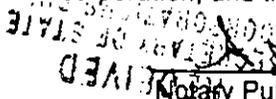
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BY 14673P

STATE OF FLORIDA
COUNTY OF PALM BEACH

In West Palm Beach, on this 15th day of October, 1997, personally appeared before me Devere V. Carney, Jr. who, being by me first duly sworn, declared that he/she is the President of said corporation and that he/she signed the foregoing document as President of the corporation, and that the statements therein contained are true.

Kardinal Land, Inc.
(Name of Corporation)
By Devere V. Carney, Jr.
Its President or Its Vice President



Alice W. Jones
Notary Public
My Commission Expires: 4/13/2001