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

.....Shady Acres, 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 , 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 Shady Acres, Inc.

SECOND: The address of its present registered office is Gardner Rd., Exeter, RI 02892

THIRD: The address to which its registered office is to be changed is

... 1551 Centreville Road, Warwick, RI 02886

FOURTH: The name of its present registered agent is Charles W. Miga

FIFTH: The name of its successor registered agent is

G. John Gazerro, 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 November 23, 1992

SECRETARY OF STATE

Shady Acres, Inc.

By Charles Ill Muga

STATE OF Rhode Island

COUNTY OF Kent

in said county on this , 1992, personally appeared before me

Charles W. Miga

, who, being by me first duly sworn, declared that he

is the President

of . Shady Acres, Inc.

that he signed the foregoing document as

President

... of the

corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

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