

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

SANIBEL REALTY, 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

SANIBEL REALTY, INC.

SECOND: The address of its present registered office is

2700 Hospital Trust Tower, Providence, Rhode Island 02903

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

Cameron & Mittleman, 56 Exchange Terrace, Providence, RI 02903

FOURTH: The name of its present registered agent is

Karen G. DelPonte

FIFTH: The name of its successor registered agent is

Karen G. DelPonte

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 February 28, 1996

SANIBEL REALTY, INC.

By

Lewis J. Suriani

Its President

STATE OF Rhode Island

COUNTY OF Providence

} SC.

At Providence in said county on this 28th day
of February, 1996, personally appeared before me
Lewis J. Suriani, who, being by me first duly sworn, declared that he
is the President of Sanibel Realty
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

MAR 6 1996

BY [Signature]

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[Signature: Karen G. DelPonte]

Notary Public

KAREN G. DELPONTE, Notary Public

State of Rhode Island and the adjacent plantations
My Commission Expires 7-3-97