

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

The Salty Sailor INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1-12 of the General Laws, 1956, as
(Insert "7-1-12" if a domestic corporation, or "7-1-107" 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 The Salty Sailor INC.

SECOND: The address of its present registered office is 1445 Main rd
Tiverton RI

THIRD: The address to which its registered office is to be changed is
183 Highland rd Tiverton RI 02878

FOURTH: The name of its present registered agent is J. Michael Hill

FIFTH: The name of its successor registered agent is J. Michael Hill

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 January 2, 1996

PAID

MAR 15 1996
KID 157954
SECY OF STATE

By J. Michael Hill
Its _____ President

STATE OF Rhode Island }
COUNTY OF BRISTOL } Sc.

At BARRINGTON in said county on this 29 day
of FEBRUARY, 1996, personally appeared before me J.

MICHAEL HILL, who, being by me first duly sworn, declared that he
is the PRESIDENT of The Salty Sailor, 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

6/27/97

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COMMUNICATIONS SECTION

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