

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

J. POULOS AUTOMOTIVE CENTER, 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 J. Poulos Automotive Center, Inc.

SECOND: The address of its present registered office is
Two Tanglewood Court, #16, West Warwick, RI 02893

THIRD: The address to which its registered office is to be changed is
2797 Post Road, Warwick, RI 02886

FOURTH: The name of its present registered agent is
Peter J. Poulos

FIFTH: The name of its successor registered agent is
Peter J. Poulos

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 Feb 13, 1996

FILED

FEB 23 1996

James N. Poulos

By JAMES N. POULOS

Its President

By _____
100 #30-156875

STATE OF RHODE ISLAND

COUNTY OF KENT

} Sc.

At Warwick

in said county on this 13th day
of February, 1996, personally appeared before me James
N. Poulos, who, being by me first duly sworn, declared that he
is the President of J. Poulos Automotive Center, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Peter J. Poulos
Notary Public
My Commission Expires: 4/14/96