

Filing fee: \$10.00

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

WATCH HILL MANOR, LTD.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 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
Connecticut, 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
WATCH HILL MANOR, LTD.

SECOND: The address of its present registered office is
Watch Hill Road, Westerly, Rhode Island 02891

THIRD: The address to which its registered office is to be changed is
2 Elm Street, Westerly, Rhode Island 02891

FOURTH: The name of its present registered agent is
Mary Louise Kicinski

FIFTH: The name of its successor registered agent is
Harold B. Soloveitzik

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 25, 1985.

WATCH HILL MANOR, LTD.

By

Its President

STATE OF CONNECTICUT }
COUNTY OF Washington } Sc.

At Westerly in said county on this 25th day
of January, 1985, personally appeared before me BRIAN J.
FOLEY, who, being by me first duly sworn, declared that he
is the President of Watch Hill Manor, Ltd.
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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