

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

Media Pro International, Ltd.

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
Media Pro International Ltd.

SECOND: The address of its present registered office is
12 Parker Ave, Newport, RI 02840

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

FOURTH: The name of its present registered agent is Susan Miles
Barbara Lyon MacGowan (SM)

FIFTH: The name of its successor registered agent is
Barbara Lyon MacGowan

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 3/1, 1997
PAID

MAR 14 1997
100 180448
SECY OF STATE

By Barbara Lyon MacGowan
ItsPresident

STATE OF Rhode Island
COUNTY OF Newport } Sc.

At Newport Rhode Island in said county on this 13th day
of March, 1997 personally appeared before me
Barbara L. MacGowan, who, being by me first duly sworn, declared that ~~he~~ she
is the President of Media Pro International
that ~~he~~ she signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

REC. MAR 14 1997
MAR 14 1997
STATE OF RHODE ISLAND
RECEIVED

Diana C. Brown, Notary
Notary Public

DIANA C. BROWN, NOTARY PUBLIC
State of R.I. and Providence Plantings
My Commission Expires June 25, 1997