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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH, BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Rhode Island:

1.	The name of the corporation is: RUSTIC WAREHOUSE, INC.
2.	The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	124 RESERVOIR AVENUE PAWTUCKET, RI 02860
3.	The address of the NEW registered office is:
	101 DEXTER ROAD EAST PROVIDENCE, RI 02914
4.	The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	JOSEPH M. MARTINS
5.	JOSEPH M. MARTINS The name of the NEW registered agent is:
	JEFFREY A MEEK
	The change of address of the registered office, or the appointment of a new registered agent, or both, as the case may be, shall become effective upon the filing of this statement, or on (a date not more than 30 days after filing this statement) The change was authorized by resolution duly adopted by its board of directors.
	PAID RUSTIC WAREHOUSE, INC. (Name of Corporation)
	SEC'Y OF STATE By Its President Ser Its Vice President-
	ATE OF SUNTY OF
me is t	In <u>EAST PROVIDENCE</u> , on this <u>25TH</u> day of <u>FEBRUARY</u> 1999, personally appeared before who, being by me first duly sworn, declared that he/she he <u>PRESIDENT</u> of said corporation and that he/she signed the foregoing document as <u>PRESIDENT</u> of the corporation, and that the statements therein contained are true.
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For	My Commission Expires: 7/800/
	rsed 6/97