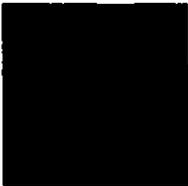


Filing Fee: \$20.00

ID Number: 109344



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

LIMITED PARTNERSHIP

STATEMENT OF CHANGE OF SPECIFIED OFFICE AND/OR REGISTERED AGENT

RECEIVED STATE SECRETARY OF STATE CORPORATION DIV. MAY 31 11 19 AM '01

Pursuant to the provisions of Sections 7-13-4 of the General Laws, 1956, as amended, the undersigned authorizes change of its specified office and/or its registered agent in the state of Rhode Island as follows:

- 1. The name of the limited partnership is: Time Bills Investors, L.P.
2. The address of the specified office at which shall be kept the records required by Section 7-13-5 to be maintained as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is: 5784 Post Rd, Suite 5, Warwick RI, 02818
3. The address of the NEW specified office at which shall be kept the records required by Section 7-13-5 to be maintained is: Same
4. The name of the registered agent for service of process as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is: CT Corporation System
5. The name of the NEW registered agent for service of process is: Arthur X. Dobby
6. The address of the registered agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is: 10 Weybosset St. Providence RI 02903
7. The NEW address of the registered agent is: 5784 Post Rd, Suite 5, Warwick RI, 02818

RECEIVED STATE SECRETARY OF STATE CORPORATION DIV. MAY 7 11 55 AM '01

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: 5/2/01

FILED

MAY 31 2001

By [Signature]

Timebills Investors LP
Print Name of Limited Partnership

By [Signature] AS a member of
General Partner Rex Capital Timebills LLC