Corp. I.D. # . 2448

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

OF

BISHOP & CO. 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 BISHOP & CO. INC.

SECOND: The address of its present registered office Me was 2000 Hospital Trust Building, Providence, R.I.

THIRD: The address to which its registered office is to be changed is One Old Stone Square, Providence, R.I. 02903

FOURTH: The name of its present registered agent is DeWitte T. Kersh, Jr.

FIFTH: The name of its successor registered agent is

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 Nov. 18, 1992

By Mars J. Bishop

Its President

STATE OF RHODE ISLAND

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COUNTY OF Providence

of November

At Bishop & Co. Inc.

in said county on this twenty-third day, 1992, personally appeared before me Mars J. Bishop

, who, being by me first duly sworn, declared that he

is the President of BISHOP & CO. INC.

UI Precident

that he signed the foregoing document as President corporation, and that the statements therein contained are true.

of the

(NOTARIAL SEAL)

Notary Public '

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