



State of Rhode Island and Providence Plantations  
James R. Langevin  
*Secretary of State*  
100 North Main Street  
Providence, Rhode Island  
02903-1335

July 29, 1996

Risurg, Inc.  
1524 Atwood Avenue  
Johnston, RI 02919

RE: Corporate ID# 72650  
Risurg, Inc.

Dear Sir or Madam:

This is to notify you that this office received on July 26, 1996 the resignation of Robert A. Picassi as Registered Agent of the above-named corporation, a copy of which is enclosed. Sections 7-1.1-12, 7-1.1-107, 7-6-13 and 7-6-78 of the General Laws of the State of Rhode Island state that "the appointment of the agent shall terminate upon the expiration of thirty (30) days after receipt of the notice by the secretary of state."

Pursuant to the provisions set forth in Sections 7-1.1-11, 7-1.1-106, 7-6-12 and 7-6-77 of the General Laws of the State of Rhode Island, "each corporation shall have and continuously maintain in this state" a registered agent. In order to ensure that your authority to conduct business will remain intact, please complete and file with this office the enclosed Change of Registered Agent form as soon as possible.

Thank you for your cooperation.

Sincerely,

Sandra M. Williams  
Director of Corporations

enc.

**PITASSI & IGOE**  
ATTORNEYS AT LAW

ROBERT A. PITASSI

850 Fleet Center  
Providence  
Rhode Island 02903  
401.621.4133  
FAX 401.331.3070

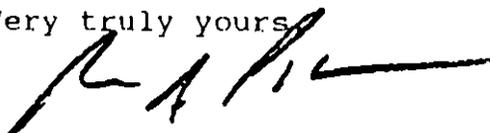
July 25, 1996

Secretary of State  
Corporations Division  
100 North Main Street  
Providence, RI 02903

Dear Sir or Madam:

I hereby resign as registered agent for Risurg, Inc.  
effective immediately.

Very truly yours,



Robert A. Pitassi

cc: Michael A. Rocchio