

Filing Fee: \$20.00

ID Number: 0073453



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: In Your Ear Records, Ltd.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: 286 Thayer Street, Providence, Rhode Island 02906
3. The address of the NEW registered office is: 146 Westminster Street, Providence, Rhode Island 02903
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: Christopher Zingg
5. The name of the NEW registered agent is: Jonathan V. Kalandar, Esq.
6. 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 immediate (a date not more than 30 days after filing this statement)
7. The change was authorized by resolution duly adopted by its board of directors.

PAID

RECEIVED 1998
NOV 21 10 19 92
SECY OF STATE

STATE OF MASSACHUSETTS
COUNTY OF MIDDLESEX

In Your Ear Records, Ltd.
(Name of Corporation)

By Reed Zingg
Its President [X] or Its Vice President []

In Somerville, MA, on this 13th day of November, 1998, personally appeared before me Reed Lappin who, being by me first duly sworn, declared that he/she is the President of said corporation and that he/she signed the foregoing document as In Your Ear Records, Ltd. of MA corporation, and that the statements therein contained are true.

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

Notary Public
My Commission Expires: 11/19/00

73453

INSTRUCTIONS FOR FILING
CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

1. It is recommended that you call the Corporations Division at (401) 277-3040 to verify that the information required in Items 2 and 4 currently appears in the corporate records of the Secretary of State prior to submitting the statement for filing. If the information is inconsistent with the records of this office, the statement will be returned.
2. It is required by law to provide a street address in item 3 in order to provide the public with notice of a physical location at which process, notice or demand required or permitted by law may be served on the registered agent. A statement submitted with a post office box address will not be accepted for filing.
3. The effective date of the statement shall be the date of filing with the Secretary of State or upon such later date not more than thirty (30) days after such filing, as may be set forth in item 6 of the statement.
4. The statement must be signed on behalf of the corporation by its president or vice president. The president's or vice president's signature must be notarized.

NOTE: If a registered agent changes the agent's business address to another place within the state, the agent may change the address and the address of the registered office of any corporation of which the agent is a registered agent by completing the statement below and submitting same for filing with the \$20.00 filing fee.

STATEMENT OF CHANGE OF REGISTERED OFFICE
BY THE REGISTERED AGENT

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned registered agent submits the following statement for the purpose of changing the agent's business address and the address of the registered office of the corporation named herein to another place within the state:

1. The name of the corporation is: In Your Ear Records, Ltd.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
297 Thayer Street, Providence RI. 02906
3. The address of the NEW registered office is:
286 Thayer Street, Providence RI. 02906
4. The change of address of the registered office shall become effective upon the filing of this statement, or on _____
(a date not more than 30 days after filing this statement)

5. A copy of this Statement has been mailed to the corporation.

Dated 9/23, 1998

CHRISTOPHER D. ZINGGA
Name of Registered Agent
[Signature]
Signature of Registered Agent