



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIVISION
JAN 30 11 31 AM '98

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: The Kenyon Association, Incorporated
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: 7 Bayfield Drive, South Kingstown, R.I. 02379
3. The address of the NEW registered office is: 46 Woodcock Trail, Charlestown, R.I. 02813
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: William Henry
5. The name of the NEW registered agent is: Robert Smith
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 (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

JAN 30 1998
110 198255
SECY OF STATE

The Kenyon Association, Inc.
(Name of Corporation)
By Stuart B. Robinson
Its President [X] or Its Vice President []

STATE OF NEW YORK
COUNTY OF NEW YORK

In New York, on this 23rd day of January, 1998, personally appeared before me Stuart B. Robinson 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 President of the corporation, and that the statements therein contained are true.

Margaret McGeath
Notary Public
My Commission Expires: February 28, 1998