

Form No. 640 Revised: 08/02

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT 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 agent and its registered office in the state of Rhode Island:

1.	The name of the corporation is AUTOMOBILE CLUB INSURANCE AGENCY OF SOUTH COUNTY, INC.
2.	The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	501 CNETERVILLE ROAD, WARWICK, RI 02886
3.	The address of the NEW registered office is:
	110 ROYAL LITTLE DRIVE, PROVIDENCE, RI 02904
4	The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	H. THOMAS ROWLES
5.	The name of the NEW registered agent is:
	MARK A. SHAW
6.	The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on
	(a date not prior to, nor more than 30 days after, filing this statement)
7.	The change was authorized by resolution duly adopted by its board of directors. [Strike if inapplicable pursuant to Section 7-1.1-51(1).]
Da	te: FEBRUARY 28, 2003 AAA SOUTHERN NEW ENGLAND
	By
ST	ATE OF RHODE ISLAND
CC	DUNTY OF PROVIDENCE
	In <u>PROVIDENCE</u> , on this <u>28TH</u> day of <u>FEBRUARY</u> , 2003, personally appeared
	fore me MARK A. SHAW who, being by me first duly swom, declared that he she
is t	he PRESIDENT of the corporation and that he/she signed the foregoing document as
\$u¢	ch officer of the corporation, and that the statements herein contained are true.
	MAR 0 3 2003 Ausan M. Costa Motary Public
	By Commission Expires: MY COMMISSION EXPIRES 6/27/08