

Filing fee: \$10.00

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

.....FRANCIS X. SULLIVAN REAL ESTATE CORPORATION.....

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 Francis X. Sullivan Real Estate
Corporation.

SECOND: The address of its present registered office is 170 Aquidneck Avenue,
Middletown, Rhode Island 02840.

THIRD: The address to which its registered office is to be changed is 294 Valley
Road, Middletown, R.I. 02840.

FOURTH: The name of its present registered agent is Joseph R. Palumbo, Jr.

FIFTH: The name of its successor registered agent is same.

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.

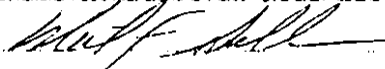
Dated December 21, 1992

PAID

JAN - 3 1993

SECY OF STATE
CZ#2067

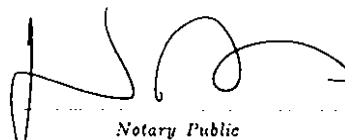
Francis X. Sullivan Real Estate Corp.

By 
Its President

STATE OF RHODE ISLAND }
COUNTY OF NEWPORT } Sc.

At Middletown in said county on this 21st day
of December, 1992, personally appeared before me Neil F.
Sullivan, who, being by me first duly sworn, declared that he
is the President of Francis X. Sullivan Real Estate Corp.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public