

Filing Fee: \$20.00

8865
Corp. I.D. # 050277993

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

TARBOX MOTORS INC.

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 TARBOX MOTORS INC.

SECOND: The address of its present registered office is 200 Centerville Road,
Warwick, Rhode Island

THIRD: The address to which its registered office is to be changed is
260 West Exchange Street, Suite 305-2, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is Neal R. Haber, Esq.

FIFTH: The name of its successor registered agent is
Daniel Stone, Esq.

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 February 12, 1997

PAID

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SECY OF STATE

STATE OF RHODE ISLAND

COUNTY OF KENT

At North Kingstown in said county on this 12th day
of February, 1997, personally appeared before me

Nicholas D. Tarbox, Jr., who, being by me first duly sworn, declared that he
is the President of TARBOX MOTORS INC.

that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

TARBOX MOTORS INC.

By

Its President

Notary Public