

Filing fee: \$10.00

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

KINGSTOWN DODGE, 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 KINGSTOWN DODGE, INC.

SECOND: The address of its present registered office is
1700 Cranston Street, Cranston, Rhode Island

THIRD: The address to which its registered office is to be changed is
72 South Main Street, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is
Richard A. Cappalli, Esquire

FIFTH: The name of its successor registered agent is
John D. Biafore, Esquire

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.

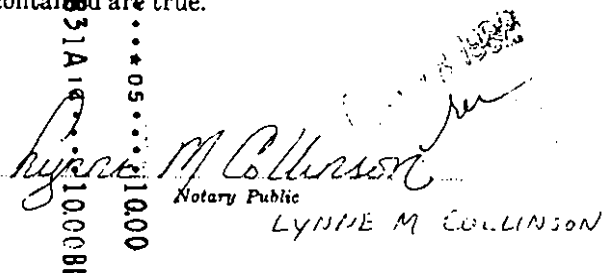
Dated February 8, 1982

KINGSTOWN DODGE, INC.
By 
PAUL F. BAILEY
Its President

STATE OF RHODE ISLAND }
COUNTY OF Providence } SC.

At Providence, in said county on this 8th day
of February, 1982, personally appeared before me PAUL F. BAILEY
, who, being by me first duly sworn, declared that he
is the President of KINGSTOWN DODGE, INC.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Lynne M. Collinson
Notary Public
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