

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

Roofing Unlimited, 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 Roofing Unlimited, Inc.

SECOND: The address of its present registered office is
545 South Main Street, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
151 Broadway, Suite 3A, Providence, Rhode Island 02903-3052

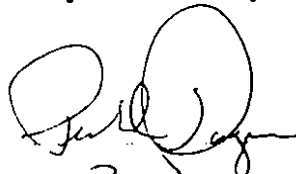
FOURTH: The name of its present registered agent is Vincent A. Indeglia, Esq.

FIFTH: The name of its successor registered agent is Vincent A. Indeglia, 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 March , 19 97


By Vincent Indeglia

Its President

STATE OF Rhode Island }
COUNTY OF Providence } SC.

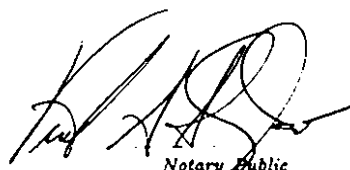
At Providence in said county on this 3 day
of March , 19 97, personally appeared before me
, who, being by me first duly sworn, declared that he
is the of Roofing Unlimited, Inc.
that he signed the foregoing document as of the
corporation, and that the statements therein contained are true.

FILED
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By 130089

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SECRETARY OF STATE
CORPORATIONS DIV.
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Notary Public