

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

PFG 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 "7-1.1-13" 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 PFG CORPORATION

SECOND: The address of its present registered office is Tillinghast Collins &
Graham, One Old Stone Square, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
One Old Stone Square, 7th fl., Providence, RI 02903

FOURTH: The name of its present registered agent is Alfred B. Stapleton, Esq.

FIFTH: The name of its successor registered agent is Constance A. Howes, 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 April 12, 1993

PFG CORPORATION

By Paul F. Galego
Paul F. Galego
Its President

STATE OF Rhode Island }
COUNTY OF Providence } SC.

At Providence, R.I. in said county on this 12th day
of April, 1993, personally appeared before me
Paul F. Galego, who, being by me first duly sworn, declared that he
is the President of PFG Corporation
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Alice M. Helms
Notary Public
My Commission Expires June 27, 1993
APR 29
112348