

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

CHAMBER OF COMMERCE REALTY, 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
CHAMBER OF COMMERCE REALTY, INC.

SECOND: The address of its present registered office is
42 Park Place Pawtucket Rhode Island 02862

THIRD: The address to which its registered office is to be changed is
42 Park Place Pawtucket Rhode Island 02862

FOURTH: The name of its present registered agent is
JAMES F. MCCOY

FIFTH: The name of its successor registered agent is
WILLIAM J. WOOD

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 18, 1989

By *Robert N. Stocker*
Its Vice President & Treasurer

STATE OF *Rhode Island* }
COUNTY OF *Providence* } SC.

At *Pawtucket* in said county on this *18th* day
of *December*, 19 *89*, personally appeared before me
Robert N. Stocker, who, being by me first duly sworn, declared that he
is the *Vice President & Treasurer* of *Chamber of Commerce Realty Inc*
that he signed the foregoing document as *Vice President & Treasurer* of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Georges T. Le Blanc
Notary Public Commission Expires *6/30/91*