

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

ARCHITECTURAL RESOURCES, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section _____ 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
, 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
Architectural Resources Inc.

SECOND: The address of its present registered office is
300 Centerville Road, Warwick, RI 02886 c/o Charles Butterfield

THIRD: The address to which its registered office is to be changed is
91 Walnut Road Barrington, RI 02806 c/o Robert M. Stillings

FOURTH: The name of its present registered agent is
Charles Butterfield

FIFTH: The name of its successor registered agent is
Robert M. Stillings

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 10, 1993



By Robert M. Stillings

Its President

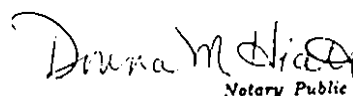
STATE OF Rhode Island }
COUNTY OF Providence } SC.

At Providence in said county on this 10th day
of December, 1993, personally appeared before me
Robert M. Stillings, who, being by me first duly sworn, declared that he
is the President of Architectural Resources, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

FILED

DEC 14 1993

EX-110564
(NOTARIAL SEAL)



Donna M. Hiatt
My Commission expires 6-23-95