

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

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
Mary's Haverham Inn Inc.

SECOND: The address of its present registered office is
RT 1 Post Rd Westley RI 02891
PO Box 1365 Westley RI 02891

THIRD: The address to which its registered office is to be changed is
P.O. Box 1365 Westley RI 02891
RT 1 Post Rd Westley RI 02891

FOURTH: The name of its present registered agent is
Louis M. Antoch

FIFTH: The name of its successor registered agent is
Louis M. Antoch

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 *3/26*, 19*92*.

By *Louis M. Antoch*
Its President

STATE OF _____ } Sc.
COUNTY OF _____ }

At *Providence* in said county on this *26th* day
of *March*, 19*92* personally appeared before me
Louis M. Antoch, who, being by me first duly sworn, declared that he
is the *President* of *Mary's Haverham Inn, Inc.*
that he signed the foregoing document as *President* of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Jane F. Berthiaume
Notary Public
Commission Expires
1/6/93