

Filing fee: \$10.00

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

Hendricks Pools, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 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
Massachusetts, 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 Hendricks Pools, Inc.

SECOND: The address of its present registered office is
2700 Hospital Trust Tower, Providence, Rhode Island

THIRD: The address to which its registered office is to be changed is
209 Orchard Street, East Providence, Rhode Island

FOURTH: The name of its present registered agent is
Ernest N. Agresti

FIFTH: The name of its successor registered agent is
Edith M. Hendricks

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 January 5, 1978

HENDRICKS POOLS, INC.

By *Anthony Hendricks*
Its President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At East Providence in said county on this Fifth day
of January, 1978, personally appeared before me
Anthony Hendricks, who, being by me first duly sworn, declared that he
is the President of Hendricks Pools, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Richard J. [Signature]
Notary Public
Commission expires June 30, 1981

FEB 14 1978
[Signature]