



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903-1335
NON-PROFIT CORPORATION

PLEASE TAKE NOTICE

that the corporation must be in good standing prior to filing

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

OF
Pathways, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-6-13 (Note 1) of the General Laws, 1956, as 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 Pathways, Inc.

SECOND: The address of its then registered office is Tillinghast, Licht & Semonoff,
One Old Stone Square, 7th floor, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is Gateway Realty
Corporations, PO Box 1700, Woonsocket, RI 02895 (Street address: 55 John A.
Cummings Way, Woonsocket, RI 02895)

FOURTH: The name of its then registered agent is Gerald Parascandolo

FIFTH: The name of its successor registered agent is Christian L. Stephens, Executive
Vice President, Gateway Realty Corporations

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 June 3, 1996

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SECY OF STATE

Pathways, Inc.

By

Its President or Vice President

- NOTES:
1. Insert "7-6-13" if a RI non-profit corporation, or "7-6-78" if a foreign non-profit corporation
 2. Exact corporate name of corporation making statement
 3. Signature and title of officer signing for the corporation (if a registered agent in changing his/her business address, the registered agent may sign the statement)