Filing Fee: \$20.00

ID Number: 0058370



1. The name of the corporation is:

Secretary of State is:

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH, BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Rhode Island:

2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island

Valley Brook Partners, Inc.

	11 Thurber Boulevard, Smithfield, RI 02917-1859
3.	The address of the NEW registered office is: c/o Peabody & Brown, One Citizens Plaza, Providence, RI 02903
1 .	The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	Charles S. Sokoloff
5.	The name of the NEW registered agent is:
	Kevin M. Brill, Esq.
3 .	The change of address of the registered office, or the appointment of a new registered agent, or both, as the case may be, shall become effective upon the filing of this statement, 2000000000000000000000000000000000000
7.	The change was authorized by resolution duly adopted by its board of directors.
	FILED Valley Brook Partners, Inc. (Name of Corporation)
	DEC 0 2 1998
	By 24633 Its President or Its Vice President
ST	ATE OF Rhole Is Review
mi	theof_said corporation and that he/she signed the foregoing document as
_	OBAIGOSE Sabare At Allan
	Notary Public / 7 2/-0/
_	m No. 9 My Commission Expires: 1: 4/-0/ msec # 97