

No Fee

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

CRA Managed Care, 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 CRA Managed Care, Inc.

SECOND: The address of its present registered office is
Suite 900, 170 Westminster Street, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
123 Dyer Street, Providence, R. I. 02903

FOURTH: The name of its present registered agent is
The Prentice-Hall Corporation System, Inc.

FIFTH: The name of its successor registered agent is
C T CORPORATION SYSTEM

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 April 6, 1995

By Donald J. Larson

Its President

STATE OF Massachusetts }
COUNTY OF Suffolk } SC.

At Boston
of April, 1995, in said county on this 6th day
personally appeared before me
Donald J. Larson, who, being by me first duly sworn, declared that he
is the President of CRA Managed Care, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Laura Cella-Donovan
Notary Public

Laura Cella-Donovan
NOTARY PUBLIC
My Commission expires Aug. 17 2001