

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

Connors Farm Homeowners Association, Inc.

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
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 _____
Connors Farm Homeowners Association, Inc.

SECOND: The address of its present registered office is _____
10 B Appian Way, Smithfield, RI 02917

THIRD: The address to which its registered office is to be changed is _____
20 Connors Farm Drive, Smithfield, RI 02917

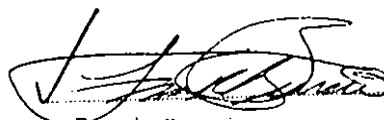
FOURTH: The name of its present registered agent is _____
Frank Simonelli

FIFTH: The name of its successor registered agent is _____
Frank Bursic

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 May 1, 1995


Frank Bursic
By

Its President

STATE OF RI }
COUNTY OF Providence } Sc.

At Smithfield in said county on this 2nd day
of May, 1995, personally appeared before me
Frank Bursic, who, being by me first duly sworn, declared that he
is the President of Connors Farm Homeowners Assoc
that he signed the foregoing document as President of the INC
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED


Notary Public

MAY 4 1995

DEBORAH B. BUFF
NOTARY PUBLIC

MY COMMISSION EXPIRES

July 7, 1995