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

COLDWELL BANKER RESIDENTIAL REFERRAL NETWORK

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
California, 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 COLDWELL BANKER RESIDENTIAL REFERRAL NETWORK

SECOND: The address of its present registered office is
366 3rd Street, Lake Oswego, Rhode Island 97034

THIRD: The address to which its registered office is to be changed is
123 Dyer Street, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is
Mark B. May

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 March 13, 19 89

COLDWELL BANKER RESIDENTIAL REFERRAL NETWORK

By *Thomas S. Griffin*
Thomas S. Griffin
Its President

STATE OF California }
COUNTY OF Orange } Sc.

At Newport Beach in said county on this 14th day
of March, 19 89, personally appeared before me Thomas S.
Griffin, who, being by me first duly sworn, declared that he
is the President of the corporation
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

me Norbury
Notary Public

Rec'd & Filed MAR 23 1989

DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE, R. I.