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

GARDEN CITY EYECARE, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 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 Garden City Eyecare, Inc.

SECOND: The address of its present registered office is 121 Phenix Avenue
Cranston, Rhode Island 02920

THIRD: The address to which its registered office is to be changed is

FOURTH: The name of its present registered agent is Vincent J. Piccirilli

FIFTH: The name of its successor registered agent is Gregory P. Piccirilli

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 2-10, 1994

Louise Dickman

FILED

By

MAR 07 1994

Its President

By *117328*

STATE OF Rhode Island

COUNTY OF Providence

} Sc.

At Cranston in said county on this 10th day
of February, 1994, personally appeared before me
Louise Dickman, who, being by me first duly sworn, declared that he
is the President of Garden City Eye Care
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

My Commission Expires 10-21-95

Noeen D. L. Lanza
Notary Public