

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

GOWER & CO.

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 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 GOWER & CO.

SECOND: The address of its present registered office is Lynch & Greenfield, 321 South Main St., Prov., RI 02903

THIRD: The address to which its registered office is to be changed is Lynch, Greenfield & Page, One Ship St., Prov., RI 02903

FOURTH: The name of its present registered agent is Marc A. Greenfield, Esq.

FIFTH: The name of its successor registered agent is Marc A. Greenfield, Esq.

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 2/19, 19 97

GOWER & CO.

By Russell C. Gower Its President

SECY OF STATE PAID

STATE OF RHODE ISLAND COUNTY OF PROVIDENCE

FEB 11 1998 SECY OF STATE

At PROVIDENCE in said county on this 19TH day of FEBRUARY, 1997, personally appeared before me Russell C. GOWER, who, being by me first duly sworn, declared that he is the PRESIDENT of GOWER & Co. that he signed the foregoing document as PRESIDENT of the corporation, and that the statements therein contained are true.

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Notary Public signature

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