

Filing fee: \$10.00

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF
CUSTOM DESIGN INCORPORATED**

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
CUSTOM DESIGN INCORPORATED

SECOND: The address of its present registered office is
136 Silver Lake Avenue, Providence, RI

THIRD: The address to which its registered office is to be changed is Summit East -
Suite 330, 300 Centerville Road, Warwick, RI 02886

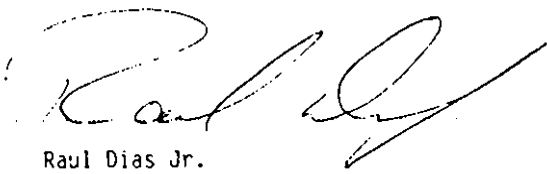
FOURTH: The name of its present registered agent is
Raul Dias, Jr.

FIFTH: The name of its successor registered agent is
Thomas A. Jarro III

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 January 8, 19 97

By  Raul Dias Jr.

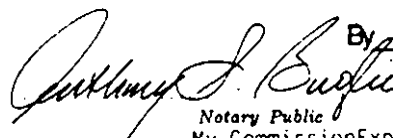
Its President

STATE OF RHODE ISLAND }
COUNTY OF KENT } SC.

At Warwick in said county on this 8th day
of January, 19 97, personally appeared before me Raul
Dias, Jr., who, being by me first duly sworn, declared that he
is the President of CUSTOM DESIGN INCORPORATED
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

FILED

(NOTARIAL SEAL)


Notary Public

My Commission Expires: 7/4/97