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

OF

MAYS INDUSTRIES, 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 MAYS INDUSTRIES, INC.

SECOND: The address of its present registered office is 481 Greenbush Road, Warwick, Rhode Island 02818

THIRD: The address to which its registered office is to be changed is 63 Sockanosset Cross Road, Cranston, RI 02920

FOURTH: The name of its present registered agent is Albert D. Saunders, Jr., 925 Main St., East Greenwich, RI 02818

FIFTH: The name of its successor registered agent is Alan T. Dworkin, 63 Sockanosset Cross Road, Cranston, RI 02920

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 February 23 19 81

MAYS INDUSTRIES, INC.

President

STATE OF RHODE ISLAND COUNTY OF PROVIDENCE

Cranston

in said county on this 3400

day

February

, 19^{-81} , personally appeared before me

W.C.S. Mays III

, who, being by me first duly sworn, declared that he

President is the

of May Industries, Inc.

that he signed the foregoing document as President, corporation, and that the statements therein contained are frue.

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(NOTARIAL SEAL)

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