

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

To the Secretary of State of the State of Rhode Island

Pursuant to the provisions of Section 7.1.1-125 of the General Laws, 1956, as amended, the undersigned corporation, organized under the laws of the State of RI, 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 164 Airport Rd. Warwick, RI 02889

THIRD: The address to which its registered office is to be changed is 650 Ten Rod Road, North Kingstown, RI 02862-0315

FOURTH: The name of its present registered agent is Alan T. Dworkin

FIFTH: The name of its successor registered agent is W.C.S. MAYS, 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 5, 1995

Signature of W.C.S. MAYS, III

By W.C.S. MAYS, III

Its President

STATE OF Rhode Island } Sc. COUNTY OF Washington }

At N. Kingstown in said county on this 10th day of January, 1995, personally appeared before me W.C.S. Mays, III, who, being by me first duly sworn, declared that he is the President of Mays Industries, Inc. that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

JAN 23 1995

Signature of Notary Public LAURIE E LEWIS

Notary Public LAURIE E LEWIS

Commission Expires: 9/7/96 BY kmT#29 133779