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Corp. I.D. # _____

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

MICHELE FRENZE LIQUOR CO., 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
Michele Frenze Liquor Co., Inc.

SECOND: The address of its present registered office is
20 Washington Place, Providence RI 02903

THIRD: The address to which its registered office is to be changed is
627 Putnam Pike, P.O. Box 565, Greenville RI 02888

FOURTH: The name of its present registered agent is John G. Coffey, Jr.,
Esquire

FIFTH: The name of its successor registered agent is Walter J. Kane, Esquire

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 November , 19 92

Michele Frenze Liquor Co., Inc.
By *Rose Rotondo*
Its Vice President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Smithfield in said county on this 4th day
of November , 19 92, personally appeared before me
Rose Rotondo , who, being by me first duly sworn, declared that she
is the Vice President of Michele Frenze Liquor Co., Inc.
that he signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Walter J. Kane
Notary Public