

No Fee

Corp. ID # 7173

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

Fountain Street Corporation

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
Fountain Street Corporation

SECOND: The address of its present registered office is
75 Fountain Street, Providence, RI 02902

THIRD: The address to which its registered office is to be changed is

FOURTH: The name of its present registered agent is
William C. Chafee

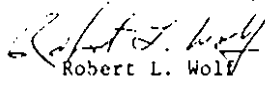
FIFTH: The name of its successor registered agent is
Harry Dyson

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 June 11th, 19 86

Fountain Street Corporation

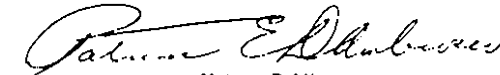
By 
Robert L. Wolf
Its Vice President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Providence, RI in said county on this 11th day
of June, 19 86, personally appeared before me
Robert L. Wolf, who, being by me first duly sworn, declared that he
is the Vice President of Fountain Street Corporation
that he signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

JUN 20 1986

(NOTARIAL SEAL)


Notary Public