

Filing Fee: \$20.00

Corp. I.D. #

08875

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF
Atlantic Golf Centers, Ltd.**

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 **Atlantic Golf Centers, Ltd.**

SECOND: The address of its present registered office is **850 Fleet Center,
Providence, Rhode Island 02903**

THIRD: The address to which its registered office is to be changed is
2300 Hospital Trust Tower, Providence, Rhode Island 02903.

FOURTH: The name of its present registered agent is **Robert A. Pitassi, Esq.**

FIFTH: The name of its successor registered agent is **Adler Pollock &
Sheehan Incorporated.**

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 **August 25, 1997**

Atlantic Golf Centers, Ltd.

By Anthony R. Rongione
Its _____ President

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } Sc.

At **Providence** in said county on this **25th** day of **August, 1997**, personally
appeared before me **Anthony R. Rongione**, who, being by me first duly sworn,
declared that he is the **President of Atlantic Golf Centers, Ltd.** that he signed the
foregoing document as **President** of the corporation, and that the statements therein
contained are true.

(NOTARIAL SEAL)

Jennifer Prote
Notary Public **JENNIFER PROTE**

Form 9
I:\APSDOCS\DOCSAMUJJP\MISC\ATLANTC2.SAM

FILED

AUG 27 1997

BY 110041 00348