ID Number: DNP-58776



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

NON-PROFIT CORPORATION

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH, BY THE CORPORATION

Pursuant to the provisions of Sections 7-6-13 or 7-6-78 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the state of Rhode Island:

50	an, in the state of Knode Island:
1.	The name of the corporation is THE ELMS FOUNDATION
2	The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: C/O HINCHLEY ALLEN S SNYDER LLP 1500 FLEET CENTER PRIVIDENCE RE 03903
3.	The address of the NEW registered office is: C/O STANLEY P. GOLD STEIN, TO HARWICH AD, PROVIDENCE AT 02406
4	The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is: DOBIS J. LIUT
5	The name of the NEW registered agent is: DAVID L. BEATTY
6.	The address of the corporation's registered office and the address of the office of its registered agent, as changed, will be identical.
7.	The change was authorized by resolution duly adopted by its board of directors.
Date	TO DOUGH TOWN DATION
	Print Corporate Name
	FILED By Sleng Colde
	NOV 3 0 2001 Its President or Its Vice President