

FILING FEE \$20.00

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

SPECTRAL CHEMICAL, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-7.1-12 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
Spectral Chemical, Inc.

SECOND: The address of its present registered office is 123 Dyer Street,
Providence, Rhode Island 02903.

THIRD: The address to which its registered office is to be changed is 1050
Main Street, Suite 22, East Greenwich, Rhode Island 02818.

FOURTH: The name of its present registered agent is
Harold E. Adams, Jr.

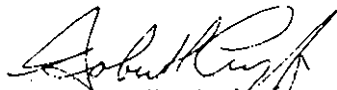
FIFTH: The name of its successor registered agent is

same

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 , 19

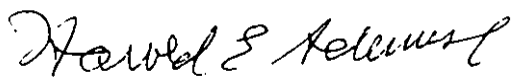

Spectral Chemical, Inc.
By Robert L. Craig, Jr.

Its President

STATE OF Rhode Island } SC.
COUNTY OF Providence

At Woonsocket in said county on this 26th day
of February, 19 92, personally appeared before me Robert
L. Craig, who, being by me first duly sworn, declared that he
is the President of Spectral Chemical, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)



Notary Public

my Commission Expires 6/30/98