

Filing Fee: \$20.00

Corp. ID. # 0046181

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH,  
OF  
HEALTH MANAGEMENT INITIATIVES, INC.**

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 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  
Massachusetts, 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 Health Management Initiatives, Inc.

SECOND: The address of its present registered office is 2700 Hospital Trust  
Tower, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is 2700 Hospital  
Trust Tower, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is Jeffrey M. Alexander, Esq.


FIFTH: The name of its successor registered agent is Charles H. DeBevoise, Esq.

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 March 22, 1994

HEALTH MANAGEMENT INITIATIVES, INC.

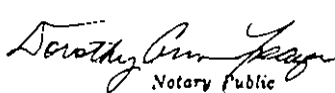
By   
Its President

STATE OF Massachusetts }  
COUNTY OF Bristol } Sc.

At Fall River in said county on this 22 day  
of March, 1994, personally appeared before me C. Tod Allen,  
who, being by me first duly sworn, declared that he  
is the President of Health Management Initiatives, Inc.  
that he signed the foregoing document as President of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

MAR 31 1994

  
Notary Public