Filing Fee: $20.00

Corp. I.D. # 0015287

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

NEW ENGLAND OVERSEAS CORP - (NEOCORP)

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 RI, 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 NEW ENGLAND OVERSEAS CORP

SECOND: The address of its present registered office is 155 S. MAIN ST PROV RI 02903

THIRD: The address to which its registered office is to be changed is 358 LOWDEN ST. PAWTUCKET RI 02860 (MAIL TO PO BOX 16067 E PROV RI 02916)

FOURTH: The name of its present registered agent is JOSEPH KINDER -

FIFTH: The name of its successor registered agent is ANDREW JENCKS

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 11/1, 1995

By ANDREW D. JENCKS
Its — President

STATE OF
COUNTY OF } Sc.

At Pawtucket/Providence Cnty in said county on this 1st day of November, 1995, personally appeared before me Carl A. Benjamin, who, being by me first duly sworn, declared that he is the President of N.E. Overseas Corp. that he signed the foregoing document as Andrew D. Jencks of the corporation, and that the statements therein contained are true.

FILED
NOV 7 1995
By AMF#29
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(NOTARIAL SEAL)

Carl A. Benjamin
Notary Public

FORM 8