

Filing Fee: \$20.00

Corp. I.D. # 35085

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

Bayside Endoscopy Center, Inc.

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 Bayside Endoscopy Center, Inc.

SECOND: The address of its present registered office is 1345 Westminster Street,
Providence, RI 02909

THIRD: The address to which its registered office is to be changed is 1500 Fleet
Center, Providence, RI 02903

FOURTH: The name of its present registered agent is Albert DiFiore

FIFTH: The name of its successor registered agent is Gerard R. Goulet

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 February 6th, 1995

Bayside Endoscopy Center, Inc.

By Nicholas A. Califano
Its President

STATE OF RHODE ISLAND }
COUNTY OF Providence } Sc.

At Providence, RI in said county on this sixth day
of February, 1995, personally appeared before me Nicholas A.
Califano, who, being by me first duly sworn, declared that he
is the President of Bayside Endoscopy Ctr, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

FILED
APR 13 1995
BY [Signature] 140067

(NOTARIAL SEAL)

Sandra L. Hopkins
Notary Public