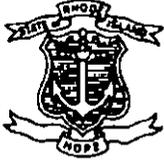


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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

FILED

JUN 07 2006

By AKK

2006 JUN 7 AM 11:20

OFFICE OF THE SECRETARY OF STATE

NON-PROFIT CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT
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 agent and its registered office in the state of Rhode Island:

- The name of the corporation is Village Cooperative School, Inc
- The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
2900 Kingstown Road # 415, Kingston, RI 02881
- The address of the NEW registered office is:
no address change
- The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
Pamela Santos
- The name of the NEW registered agent is:
Heidi Driscoll
- The address of the corporation's registered office and the address of the office of its registered agent, as changed, will be identical.
- The change was authorized by resolution duly adopted by its board of directors.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: 5/31/06

Village Cooperative Nursery School
Print Corporate Name

By Betsy A. Palazzetti
Its President or Its Vice President