

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

PAT Associates, 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 PAT Associates, Inc.

SECOND: The address of its present registered office is One Old Stone Square,
Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is One Providence
Washington Plaza, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is Gerald Parascandolo

FIFTH: The name of its successor registered agent is Henry R. Kates

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 3/18th, 1997

PAT Associates, Inc.

By Sharon A. Novembrino
Its Vice President

STATE OF Rhode Island }
COUNTY OF Washington } Sc.

At Narragansett in said county on this 18th day
of March, 1997, personally appeared before me
Sharon Novembrino, who, being by me first duly sworn, declared that she
is the Vice President of PAT Associates, Inc.
that she signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

FILED

APR 02 1997

(NOTARIAL SEAL)

By Paula R. Spirito

Paula R Spirito Notary Public

My Commission Expires 7/10/97