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

Maquire Group Inc.

23790

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
Delaware, 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
Maquire Group Inc.

SECOND: The address of its present registered office is 20 Washington Place,
Providence, R.I. 02903

THIRD: The address to which its registered office is to be changed is
123 Dyer Street, Providence, R. I. 02903

FOURTH: The name of its present registered agent is
John G. Coffey, Jr.

FIFTH: The name of its successor registered agent is
C T CORPORATION SYSTEM

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 May 17, 1990

Maquire Group Inc.

By

Its Sr. Vice President

Finance & Administration

STATE OF Massachusetts }
COUNTY OF Norfolk } SC.

At Foxborough in said county on this seventeenth day
of May, 1990, personally appeared before me
Raymond T. Bush, who, being by me first duly sworn, declared that he
is the Sr. Vice President Finance & Administration of Maquire Group Inc.
that he signed the foregoing document as Sr. Vice President Finance & Administration of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

M. A. Pendini
Notary Public

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SECRETARY OF STATE
CORPORATE DIVISION
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