

Filing fee: \$10.00

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

Gooseberry Beach, 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
Gooseberry Beach, Inc.

SECOND: The address of its present registered office is
16 Old Fort Road, Newport, R.I. 02840

THIRD: The address to which its registered office is to be changed is
438 East Main Road, Middletown, R.I. 02840

FOURTH: The name of its present registered agent is
John F. Phelan

FIFTH: The name of its successor registered agent is
Richard E. Updegrove, Jr.

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 April, 1981

Gooseberry Beach, Inc.

By *Michael J. Fitch*
Its President

STATE OF RHODE ISLAND }
COUNTY OF NEWPORT } SC.

At NEWPORT in said county on this 8TH day
of FEBRUARY, 1981, personally appeared before me MICHAEL J.
FITCH, who, being by me first duly sworn, declared that he
is the PRESIDENT of GOOSEBERRY BEACH, INC.
that he signed the foregoing document as PRESIDENT of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

William R. Courne
Notary Public
Commission expires June 1986.