

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

ATLAS MINERALS & CHEMICALS, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-6-13 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 ATLAS MINERALS & CHEMICALS, INC.

SECOND: The address of its present registered office is
123 Dyer Street, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
Suite 900, 170 Westminster Street, Providence, RI 02903

FOURTH: The name of its present registered agent is
C T CORPORATION SYSTEM

FIFTH: The name of its successor registered agent is
Corporation Service Company

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 June 4, 1997

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SECY OF STATE

ATLAS MINERALS & CHEMICALS, INC.

By Francis X. Hanson

Its President.

STATE OF PENNSYLVANIA }
COUNTY OF BERKS } SC.

At 9:00 AM in said county on this 4th day
of June, 1997, personally appeared before me Francis X
Hanson, who, being by me first duly sworn, declared that he
is the President of Atlas Minerals & Chemicals
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Renee D. Hanson
Notary Public
NOTARIAL SEAL
RENEE D. HANSON, Notary Public
Longwood Twp., Berks County, PA
My Commission Expires Oct. 19, 1998