

Filing Fee: \$20.00

Corp. I.D. # 8293

REV 12-91/34
C-2207

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

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section _____ 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
, 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 Eastern Bearings, Inc.

SECOND: The address of its present registered office is 1206 Broad Street
Providence, RI 02908

THIRD: The address to which its registered office is to be changed is 862 Eddy Street
Providence, RI 02905

FOURTH: The name of its present registered agent is William Sale

FIFTH: The name of its successor registered agent is William Sale

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 November 30, 1992

PAID
DEC 3 1992
SECRETARY OF STATE

Eastern Bearings, Inc.

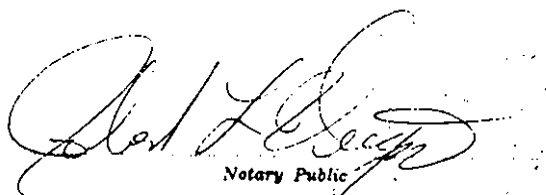
By Richard E. Corsey

Its President

STATE OF Massachusetts }
COUNTY OF Middlesex } SC.

At _____ in said county on this Thirtieth day
of November, 1992, personally appeared before me Richard Corsey
, who, being by me first duly sworn, declared that he
is the President of Eastern Bearings, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public

ROBERT L. VEIGA
NOTARY PUBLIC

MY COMMISSION EXPIRES MAR. 3, 1998