

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

Ben's Furniture Company

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 Ben's Furniture Company

SECOND: The address of its present registered office is 15 Old Beach Road
Newport, RI 02840-3235

THIRD: The address to which its registered office is to be changed is

FOURTH: The name of its present registered agent is Gail A. Thorpe

FIFTH: The name of its successor registered agent is Joseph M. Hall

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 February 22, 1996

PAID

AR 18 157959
NOTARY PUBLIC

Ben's Furniture Company

By Geraldine R. Bolusky
Geraldine R. Bolusky
Its Vice President

STATE OF RI
COUNTY OF Newport } SC.

At Newport in said county on this 22nd day
of Feb., 1996, personally appeared before me Geraldine R.
Bolusky, who, being by me first duly sworn, declared that she
is the Vice President of Ben's Furniture Company
that she signed the foregoing document as Vice President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Mary C. McQuinn
Notary Public