

Filing Fee: \$20.00

Corp. I.D. # 87014

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

George MANN + Co., Inc.

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 R.I.
_____, 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 George Mann + Co, Inc.

SECOND: The address of its present registered office is 175 Terminal Rd
Providence RI 02940

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

FOURTH: The name of its present registered agent is George P. McDonald

FIFTH: The name of its successor registered agent is Bob EVERTON

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 July 21, 1997

PAID

JUL 23 1997
VID 188367
SECY OF STATE

Robert A. Everton
By ROBERT A. EVERTON
Its PRESIDENT

STATE OF _____ }
COUNTY OF _____ } Sc.

At Providence in said county on this 22 day
of July, 1997, personally appeared before me Robert
A. Everton, who, being by me first duly sworn, declared that he
is the PRESIDENT of George Mann + Co. Inc
that he signed the foregoing document as PRESIDENT of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

16. JUN 01 07 00

NOTARIAL SEAL

Cynthia A. Haynes
Notary Public