

Filing Fee: \$20.00

ID Number: 143298



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

AUG 28 2006

LIMITED LIABILITY COMPANY

By AK
57-087804

STATEMENT OF CHANGE OF RESIDENT AGENT

2006 AUG 21 AM 11:50
57-087804
02903

Pursuant to the provisions of Section 7-16-11 of the General Laws, 1956, as amended, the undersigned authorizes a change of its resident agent and the address of its resident agent in the state of Rhode Island as follows:

1. The name of the limited liability company is:

MERCHANTS VILLAGE ASSOCIATES II, LLC

2. The address of the resident agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

ADLER POLLOCK & SHEEHAN P.C., ONE CITIZENS PLAZA 8TH FLOOR, PROVIDENCE, RI 02903

3. The NEW address of the resident agent is:

27 TIMOTHY DRIVE, WESTERLY, RI 02891

4. The name of the resident agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

ADLER POLLOCK & SHEEHAN P.C.

5. The name of the NEW resident agent is:

ROBERT E. LIGUORI

6. The appointment of a new resident agent and the change of address of the resident agent, as the case may be, shall become effective upon the filing of this statement.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: JULY 31, 2006

MERCHANTS VILLAGE ASSOCIATES II LLC
Print Name of Limited Liability Company

Robert E. Liguori, Manager/Owner
Signature of Authorized Person