

Filing fee: \$10.00

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

P & S ELECTRICAL ENTERPRISES, INC.

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 **P & S ELECTRICAL ENTERPRISES, INC.**

SECOND: The address of its present registered office is
1212 Fleet National Bank Building, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is
55 Pine Street, Providence, RI 02903

FOURTH: The name of its present registered agent is

Joshua Teverow, Esquire

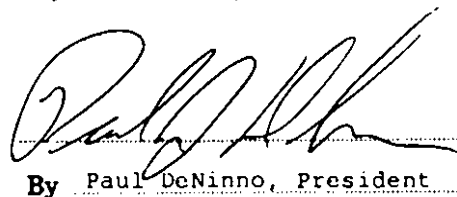
FIFTH: The name of its successor registered agent is

Joshua Teverow, Esquire

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 January 31, 19 87



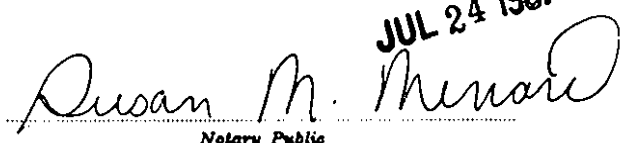
By Paul DeNinno, President

Its 1987 President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Providence in said county on this 31st day
of January, 19 87, personally appeared before me
Paul DeNinno, who, being by me first duly sworn, declared that he
is the President of P & S ELECTRICAL ENTERPRISES, INC.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public

JUL 24 1987

(80)