

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF
THE SKI SHOP PLUS, 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 The Ski Shop Plus, Inc.

SECOND: The address of its present registered office is
1500 Fleet Center, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
10 Nate Whipple Highway, P.O. Box 7366, Cumberland, Rhode Island 02864

FOURTH: The name of its present registered agent is
Bentley Tobin, Esquire

FIFTH: The name of its successor registered agent is
Robert L. Simmons, 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 November 14, 1994

The Ski Shop Plus, Inc.

By *Ramona Mitris*
Ramona Mitris
Its President

file # 33620

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } SC.

At Cumberland in said county on this 14th day
of November, 1994, personally appeared before me
Ramona Mitris, who, being by me first duly sworn, declared that ~~he~~ she
is the President of The Ski Shop Plus, Inc.
that ~~he~~ she signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

[Signature]
Notary Public