

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

AMERICAN TELE-CONNECT SERVICES, 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 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 AMERICAN TELE-CONNECT SERVICES, INC.

SECOND: The address of its present registered office is 123 Dyer Street, Providence, RI 02903

THIRD: The address to which its registered office is to be changed is RICHARD GALLI & ASSOCIATES INCORPORATED, 111 Wayland Avenue, Providence, RI 02906

FOURTH: The name of its present registered agent is James A. Ruggieri, Esq.

FIFTH: The name of its successor registered agent is Richard G. Galli, Esq.

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 26, 1994

FILED

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By [Signature]

AMERICAN TELE-CONNECT SERVICES, INC.

By X [Signature] John M. Lotocki, Its President

STATE OF RHODE ISLAND } SC. COUNTY OF PROVIDENCE }

At Providence in said county on this day of March, 1994, personally appeared before me John M. Lotocki, who, being by me first duly sworn, declared that he is the President of AMERICAN TELE-CONNECT SERVICES, INC. that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

[Signature] Notary Public Commission expires:

My Commission Expires 11/13/95