

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

FIRST REALTY MANAGEMENT CORP

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-107 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
MASSACHUSETTS, 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 FIRST REALTY MANAGEMENT CORP.

SECOND: The address of its present registered office is SELYA AND IANNUCCIELLO INC., 320 SOUTH MAIN STREET PROVIDENCE, RI

THIRD: The address to which its registered office is to be changed is MCKENNEY JEFFREY & QUEIGLEY, ONE STATE STREET, PROVIDENCE, RI 02908

FOURTH: The name of its present registered agent is _____

FIFTH: The name of its successor registered agent is ROBERT J. QUEIGLEY

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 17, 1992

PAID 199430
DEC 11 1992
By William M. Kargman
Its _____ President

STATE OF MA }
COUNTY OF Suffolk } Sc.

At Boston in said county on this 15 day
of Nov., 1992, personally appeared before me William Kargman,
who, being by me first duly sworn, declared that he
is the President of First Realty Management Corp.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Donna T. Murphy
Notary Public
July 8, 1999