



State of Rhode Island and Providence Plantations  
Office of the Secretary of State

Fee: \$50.00

Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615  
Telephone: (401) 222-3040

**Business Corporation  
Articles of Amendment**

(Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended)

**ARTICLE I**

The name of the corporation is RAY'S POLY CLEAN CENTERS, INC.

If the entity's name is changing, state the new name: RAY'S POLY CLEAN CENTERS, INC.

**ARTICLE II**

The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on 1/1/2009, in the manner prescribed by Chapter 7-1.2 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation, including, if applicable, a change made in Article I:

If the authorized shares are changing, modify the following section:

(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

| Class of Stock | Par Value Per Share | Total Authorized Shares<br><i>Number of Shares</i> |
|----------------|---------------------|----------------------------------------------------|
| CNP            | \$0.00              | 500.00                                             |

If the corporate duration is changing, so state: X Perpetual    \_\_\_

If the corporate purpose is changing, so state:

If there are any other provisions to be amended, so state:

AMENDMENTS ADOPTED IN ACCORDANCE WITH THE PROVISIONS OF R.I.G.L.  
SECTION 7-1.2-903.

(A) PROVISIONS FOR REGULATION OF INTERNAL AFFAIRS OF CORPORATION. SUCH PROVISIONS AS ARE CONTAINED IN THE BY-LAWS FOR THE CORPORATION AS ON FILE WITH THE REGISTERED AGENT OF THE CORPORATION ("BY-LAWS").

(B) NO BOARD OF DIRECTORS. THERE IS NO BOARD OF DIRECTORS, AND ALL OF THE DISCRETIONS AND POWERS NORMALLY VESTED IN A BOARD OF DIRECTORS ARE HEREBY ASSIGNED TO THE SHAREHOLDER(S) WHO SHALL EXERCISE SUCH AUTHORITY IN ACCORDANCE WITH THE BY-LAWS.

(C) NO PERSONAL LIABILITY. TO THE FULLEST EXTENT ALLOWABLE BY LAW, NO SHAREHOLDER SHALL HAVE ANY PERSONAL LIABILITY FOR BREACH OF DUTY IN CONNECTION WITH THE EXERCISE OR NON-EXERCISE OF THE POWERS AND DISCRETIONS NORMALLY VESTED IN A BOARD OF DIRECTORS BUT GRANTED TO THE

SHAREHOLDERS HEREBY.

(D) ISSUANCE OF COMMON SHARES. COMMON SHARES MAY BE ISSUED FOR SUCH CONSIDERATION AS IS DETERMINED FROM TIME TO TIME BY THE SHAREHOLDER(S) IN ACCORDANCE WITH THE BY-LAWS.

(E) TRANSFER OF COMMON SHARES. NO TRANSFER OF COMMON SHARES OF THE CORPORATION SHALL BE VALID UNLESS THE TRANSFER IS APPROVED OF BY ALL OF THE SHAREHOLDERS AND OTHERWISE COMPLIES WITH THE BY-LAWS.

(F) NO PRE-EMPTIVE RIGHTS. SHAREHOLDERS SHALL HAVE NO PRE-EMPTIVE RIGHTS.

(G) NO ANNUAL MEETING REQUIRED. EXCEPT AS MAY OTHERWISE BE REQUIRED BY LAW OR BY THE PROVISIONS OF THE BY-LAWS, THE CORPORATION NEED NOT HOLD AN ANNUAL MEETING OF THE SHAREHOLDERS.

### ARTICLE III

As required by Section 7-1.2-105 of the General Laws, the corporation has paid all fees and taxes.

### ARTICLE IV

These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

**Signed this 21 Day of July, 2009 at 2:08:54 PM.** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

JOAN Y. RAY, SECRETARY

Form No. 101  
Revised 09/07

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# State of Rhode Island and Providence Plantations

**A. Ralph Mollis**

*Secretary of State*

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly  
executed in accordance with the provisions of Title 7 of the General Laws  
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

*Secretary of State*

