



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

Fee: \$10.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Amendment**

(Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Project Backpack, Inc.

If the entity's name is changing, state the new name: Project Backpack, Inc.

ARTICLE II

If the corporate duration is changing, so state: Perpetual ___

If the corporate purpose is changing, so state:

TO PROVIDE AT RISK SCHOOL AGE CHILDREN WITH FOOD, BASIC HYGIENE ARTICLES AND CLOTHING.

This corporation is organized and operated exclusively for charitable purposes with the meaning of 501(c)(3) of the Internal Revenue Code.

If there is a change in the number of directors, modify this section:

The number of directors constituting the Board of Directors of the Corporation is

and the names and addresses of the persons who are to serve as the directors are:

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|--------------|------------------------------------------------|------------------------------------------------------------|
| INCORPORATOR | JENNIFER MARIA MIER | 206 SOUTH SHORE ROAD PASCOAG, RI 02859 USA |
| DIRECTOR | JENNIFER M MIER | 206 SOUTH SHORE ROAD PASCOAG, RI 02859 USA |
| DIRECTOR | SHANNON MURPHY | 340 CHERRYFARM ROAD HARRISVILLE, RI 02830 USA |
| DIRECTOR | CHRISTINE COTE | 1850 NORTH BROOKFIELD ROAD OAKHAM, MA 01068 USA |

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

THE PROPERTY OF THIS CORPORATION IS IRREVOCABLY DEDICATED TO CHARITABLE PURPOSES. UPON THE DISSOLUTION OR WINDING UP OF THE CORPORATION, ITS ASSETS REMAINING AFTER PAYMENT OR PROVISION FOR PAYMENT OF ALL DEBTS AND LIABILITIES OF THIS CORPORATION SHALL BE DISTRIBUTED TO A NONPROFIT

FUND FOUNDATION OR CORPORATION WHICH IS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES AND WHICH HAS ESTABLISHED ITS TAX-EXEMPT STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

ARTICLE III

The Amendment was adopted in the following manner:

(check one box only)

The amendment was adopted at a meeting of members held on , at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.

The amendment was adopted by a consent in writing on , signed by all members entitled to vote with respect thereto.

The amendment was adopted at a meeting of the Board of Directors held on 9/1/2011 , and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

ARTICLE IV

Date when amendment is to become effective 8/22/2011
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Signed this 5 Day of September, 2011 at 8:52:45 AM. *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 § 7-6.*

Project Backpack, Inc.
Corporate Name

By JENNIFER M. MIER

President or Vice President (check one)

AND

By CHRISTINE COTE

Secretary or Assistant Secretary (check one)

Form No. 201
Revised 09/07