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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

2014 JUN 20 AM 10:26
OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIV

NON-PROFIT CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

Pursuant to the provisions of Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Doris Duke Monument Foundation

2. The following amendment to the Articles of Incorporation was adopted by the corporation:

[Insert Amendment]

1. Change the corporate name from the Doris Duke Monument Foundation to Queen Anne Square Maintenance Trust.

See Attachment 1.

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3. The amendment was adopted in the following manner:

(check one box only)

- The amendment was adopted at a meeting of the 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 June 10, 2014, signed by all members entitled to vote with respect thereto.
- The amendment was adopted at a meeting of the Board of Directors held on _____ and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective the date of filing
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, we declare and affirm that we have examined these Articles of Amendment to the Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 10/13/2014

Queen Anne Square Maintenance Trust
Print Corporate Name

By [Signature]

President or Vice President (check one)

By [Signature] AND [Signature]

Secretary or Assistant Secretary (check one)

Attachment 1

- Change the corporate name from the Doris Duke Monument Foundation to Queen Anne Square Maintenance Trust.
- Add the following to the purpose of the corporation in Section 3 of Exhibit A:
 - The maintenance of the Queen Anne Square, a public park located in the City of Newport, including repair, replacement, and maintenance of walls, fountains, footpaths, benches, paving and lighting.
- Delete Section 4(d) of Exhibit B and replace with the following:
 - Upon the liquidation or dissolution of the Corporation, after payment of all of the liabilities of the Corporation or due provision therefor, all of the assets of the Corporation shall be distributed to the Newport Restoration Foundation, a Rhode Island non-profit corporation, so long as the Newport Restoration Foundation remains, at the time of the dissolution or liquidation, in existence and an organization exempt under Section 501(c)(3) of the Internal Revenue Code; if Newport Restoration Foundation is no longer exempt under Section 501(c)(3) of the Internal Revenue Code, or is no longer in existence at the time of the liquidation or dissolution of this Corporation, then the assets of the Corporation shall be distributed to the City of Newport, Rhode Island (the “City of Newport”). All assets shall be distributed to the Newport Restoration Foundation in accordance with this section, unless the aggregate amount of assets is less than \$50,000.00, in which the assets shall be distributed to the City of Newport.