



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

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(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 Warren Tire, Inc.

If the entity's name is changing, state the new name: Warren Tire, Inc.

ARTICLE II

The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on 12/6/2016, 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 <i>Number of Shares</i>
CNP	\$0.0000	8,000.00

If the corporate duration is changing, so state: ☒ Perpetual ☐

If the corporate purpose is changing, so state:

RETAIL SALES/ REPAIR OF TIRES

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

ARTICLE FOURTH IS HEREBY DELETED IN ITS ENTIRETY AND THE FOLLOWING IS
SUBSTITUTED IN ITS STEAD: "THE AGGREGATE NUMBER OF SHARES WHICH THE
CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE IS EIGHT THOUSAND (8,000)
SHARES OF COMMON STOCK WITH NO PAR VALUE OF WHICH ONE HUNDRED (100)
SHARES SHALL BE VOTING COMMON STOCK AND SEVEN THOUSAND NINE
HUNDRED
(7,900) SHARES SHALL BE NON-VOTING STOCK. EACH SHARE OF VOTING AND
NON-VOTING COMMON STOCK SHALL BE ENTITLED TO SHARE EQUALLY IN
DIVIDENDS
AS MAY BE DECLARED FROM TIME TO TIME BY VOTE OF THE VOTING COMMON
SHAREHOLDERS AND SHALL LIKEWISE BE ENTITLED TO SHARE EQUALLY IN
LIQUIDATION IN WHOLE OR IN PART AND SHALL BE TREATED IN THE SAME MANNER
FOR ALL PURPOSES PROVIDED THAT SHARES OF THE VOTING COMMON STOCK
ONLY
SHALL BE ENTITLED TO VOTE FOR OFFICERS OF THE CORPORATION, TO VOTE ON

ANY PROPOSAL FOR THE LIQUIDATION IN WHOLE OR IN PART OF THE CORPORATION
OR TO DISSOLVE THE CORPORATION OR TO MERGE OR CONSOLIDATE INTO OR WITH
ANY OTHER CORPORATION. NON-VOTING COMMON STOCK SHALL HAVE NO RIGHT TO
VOTE ON ANY MATTER, PROVIDED, HOWEVER, ON ANY MATTER WHERE THE VOTE OF
THE NON-VOTING COMMON STOCK MAY BE REQUIRED BY LAW, ALL COMMON STOCK
VOTING AND NON-VOTING SHALL VOTE AS A SINGLE CLASS WITH EACH SHARE OR EACH SUCH CLASS ENTITLED TO VOTE."

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 24 Day of January, 2017 at 9:38:05 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 § 7-1.2.*

ANDREW DAVIS

Form No. 101
Revised 09/07

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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:

Nellie M. Gorbea
Secretary of State

