



State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division**

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 CORPORATIONS DIVISION  
 2018 FEB 26 AM 11:54

**Articles of Amendment**

DOMESTIC Business Corporation

→ Filing Fee: \$50.00 (\$210 for an increase in authorized shares)

Pursuant to the provisions of RIGL 7-1.2-905, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Entity ID Number: <b>120045</b>	2. The name of the corporation is: <b>Wayne's Service Plus, Inc.</b>												
3. The shareholders of the corporation (or, where no shares have been issued by the board of directors of the corporation) in the manner prescribed by RIGL 7-1.2 adopted the following amendment(s) to the Articles of Incorporation on: <span style="float: right;">February 21, 2018</span>													
4. If the entity's name is changing, state the new name:  <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>													
5. If the total authorized shares are changing complete the following section: <i>*List ALL authorized shares as of this amendment.</i> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;"><i>Total Authorized Shares (Number of Shares)</i></th> <th style="text-align: left; border-bottom: 1px solid black;"><i>Class of Stock</i></th> <th style="text-align: left; border-bottom: 1px solid black;"><i>Par Value Per Share</i></th> </tr> </thead> <tbody> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> <td style="border-bottom: 1px solid black;"> </td> </tr> </tbody> </table> <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>		<i>Total Authorized Shares (Number of Shares)</i>	<i>Class of Stock</i>	<i>Par Value Per Share</i>									
<i>Total Authorized Shares (Number of Shares)</i>	<i>Class of Stock</i>	<i>Par Value Per Share</i>											
6. If the period of its duration is changing complete the following section: <b>CHECK ONE BOX ONLY</b> <input type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____ <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>													
7. If the entity's purpose is changing complete the following section: <i>*The new purpose should include ALL activity to be transacted in the State of Rhode Island.</i>          <div style="display: flex; justify-content: space-between;"> <span>Check the box to indicate an attachment <input type="checkbox"/></span> <span>Check the box to indicate no change <input checked="" type="checkbox"/></span> </div>													

**MAIL TO:**  
 Division of Business Services  
 148 W. River Street, Providence, Rhode Island 02904-2615  
 Phone: (401) 222-3040  
 Website: www.sos.ri.gov

**FILED**

**FEB 26 2018**

BY 325187 alc  
 H: Syam

8. If adding or amending additional provisions, complete the following section:

Please see Exhibit A (attached hereto and made a part hereof) for amendments adopted in accordance with the provisions of R.I.G.L. Section 7-1.2-903

Check the box to indicate an attachment

Check the box to indicate no change

9. As required by RIGL 7-1 2-105, the corporation has paid all fees and taxes.

10. Date when these Articles of Amendment will be effective: **CHECK ONE BOX ONLY**

Date received (Upon filing)

Later effective date (Date must be no more than 90 days from the date of filing) \_\_\_\_\_

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

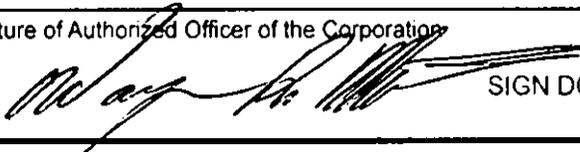
Type or Print Name of Authorized Officer of the Corporation

Date

Wayne R. Morris, President

2-21-2018

Signature of Authorized Officer of the Corporation



SIGN DOCUMENT HERE

**EXHIBIT A**

**TO ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF**

**WAYNE'S SERVICE PLUS, INC.**

The existing Article 5 is hereby deleted in its entirety and is of no further effect, and the following new Article 5 is hereby adopted in its place:

"5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to § 7-1.2-613 of the Rhode Island Business Corporation Act (§ 7-1.2-101 et seq. of the General Laws of Rhode Island, 1956, as amended) (the "Act"):

The corporation elects to have preemptive rights. Shareholders preemptive rights shall be governed by the principles provided in Section 7-1.2-613(b) of the Act."

The existing Article 6 is hereby deleted in its entirety and is of no further effect, and the following new Article 6 is hereby adopted in its place:

"6. Provisions (if any) for the regulation of the internal affairs of the corporation:

(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) **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.

(c) **Transfer of Common Shares.** No transfer of common shares of the corporation shall be valid unless the transfer complies with the By-Laws of the corporation and any governing agreement, if any, among the corporation and the stockholders.

(d) **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 or the directors.

(e) **Indemnification.** Pursuant to Section 7-1.2-814(b) of the Act, each officer and director of the corporation (and his heirs, executors and administrators) shall be indemnified by this corporation, to the full extent permitted by law, as such applicable law may be amended from time to time, against any cost, expense (including attorneys' fees) judgment or liability reasonably incurred by or imposed upon him or her in connection with any action, suit or proceeding, civil or criminal (including any proceeding before any administrative or legislative

body or agency), to which he or she may be made a party or with which he or she shall be threatened by reason of his or her being an officer or director of this corporation or of any other corporation which he or she serves or has served as officer or director at the request of this corporation (whether or not he or she continues to be an officer or director of this corporation or an officer or director of such other corporation at the time such action, suit or proceedings is brought or threatened), except with respect to any matter as to which he or she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interest of the corporation or to the extent that such matter relates to service: (i) with respect to any employee benefit plan, in the best interests of the participants and beneficiaries of such employee benefit plan, or (ii) outside his or her official capacity, that action was not opposed to the best interests of the corporation. The foregoing right of indemnification shall be in addition to any rights to which any officer or director otherwise may be entitled.”



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:

February 26, 2018 11:54 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea  
*Secretary of State*

