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State of Rhode Island and Providence Plantations

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

..... Pawtucket Red Sox Baseball Club, Inc.

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Pawtucket Red Sox Baseball Club, Inc.

SECOND: The shareholders of the corporation on February 11, 1991, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

"FOURTH. The aggregate number of shares which the corporation shall have authority to issue is: 600

- (a) If only one class: Total number of shares -0-
- (b) If more than one class: Total number of shares 600
 - (1) 60 shares will be entitled voting shares
 - (2) 540 shares to be designated as non-voting shares "

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THIRD: The number of shares of the corporation outstanding at the time of such adoption was 600 ; and the number of shares entitled to vote thereon was 600.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares</u>
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FIFTH: The number of shares voted for such amendment was 600 ; and the number of shares voted against such amendment was 0 .

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

The 600 shares of stock issued and outstanding shall be reissued with the ratio of 1 voting share and 9 non-voting shares presently issued. The original 600 shares shall be cancelled and reflect the above.

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (If no change, so state)

No change.

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

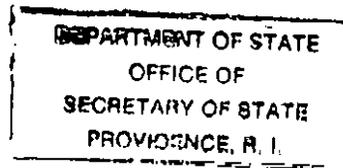
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At North Providence in said county on this 13th day of
February, 1991, personally appeared before me MICHAEL A. TAMBURRO
and LEO R. MURPHY, JR., who, being by me first duly sworn, declared that ^{they are} ~~he is~~ the President
and Secretary of Pawtucket Red Sox Baseball Club, Inc.

^{they} that ~~he~~ signed the foregoing document as President and Secretary of the
corporation, and that the statements therein contained are true.

Lorraine M. Beland
Notary Public

(NOTARIAL SEAL)



Rec'd & Filed FEB 15 1991
PJM -25 # 54660