

State of Rhode Island and Providence Plantations

See Restated
Charters of Incorporation

October 8, 1953.

WE, the undersigned officers of

HASSENFELD BROS., INC.

a corporation duly incorporated under the laws of the State of Rhode Island,
HEREBY CERTIFY, that at a meeting of the stockholders of said corporation, duly called
for the purpose, and held in the City of Central Falls,
in said State, on the 8th day of October, A. D. 1953,
the following amendment (s) to the Articles of Association (~~or Charter~~) ~~was~~ (or were)
duly adopted by an affirmative vote of the following proportion of the stockholders of
said corporation, viz:— the unanimous vote of the holders of
all of the outstanding stock of said corporation.

which said vote amends ~~adds~~ the following ~~Article~~ (or Articles) to read as follows, viz:—

"Article No. FIFTH. The TOTAL amount of authorized capital stock
of said corporation with par value shall be as follows:

Three Hundred Thousand (\$300,000.00) Dollars as follows, viz:
Preferred stock in the amount of Three Hundred Thousand (\$300,000.00)
Dollars to be divided into three thousand (3,000) shares of the par
value of One Hundred (\$100.00) Dollars each.

The total number of shares of capital stock authorized without par
value shall be five thousand (5,000) shares as follows, viz:
Forty-five Hundred (4500) shares Class A common stock, without
par value; and

Five Hundred (500) shares Class B common stock, without par value.

The holders of Class B common stock shall have the sole voting powers
at all meetings of the stockholders and the sole right to vote upon
or consent to any act for which the consent of stockholders is required.

"Article No. by the laws of the State of Rhode Island, except such
acts as are required by statute to be pursuant to the vote of other
classes of stock by reason of the vested interest of such other classes
of stock being affected thereby.

In the event of any liquidation, dissolution or winding up (whether
voluntary or involuntary) of the corporation, or upon any distribution
of its capital, the holders of the preferred stock shall be entitled
to be paid in full the par value thereof, if such funds shall be avail-
able, and if not, so much of the remaining assets and funds of the
corporation, after payment of all debts and liabilities, as shall re-
main, in proportion to the respective holdings of said holders of said
preferred stock. In the event there shall be assets and funds remain-
ing after payment in full to the holders of the preferred stock, the
remaining assets and funds shall be divided equally among all of the
holders of common stock, without any distinction whatever as to Class A
common stock or Class B common stock.

Holders of preferred stock and holders of common stock shall be en-
titled to dividends only as and when declared by the Board of Directors

(OVER)

~~Article No. 10.~~

From the net earnings and surplus of the corporation. No dividends shall be paid to the holders of common stock within any fiscal year unless a dividend of six (6%) per cent shall have been paid to the holders of preferred stock within the said fiscal year. The foregoing provision shall in no event be construed to entitle the holders of preferred stock to cumulative dividends, it being expressly provided that preferred stock dividends shall be non-cumulative.

In the event of the declaration of any dividends on common stock, such dividends shall be payable equally to all holders of common stock without any distinction whatever as to Class A common stock or Class B common stock."

Article No. SEVENTH. If any holder of any shares of the Class B common stock of said corporation desires to dispose of the same, or any portion thereof, he shall not transfer or otherwise dispose of the same to any person unless and until he has first complied with the provisions hereof and given the corporation and/or the other holders of Class B common stock of the corporation an opportunity to purchase the same as herein provided. The stockholder desiring to dispose of all or any of the Class B common stock shall give written notice of such desire to each of the officers of this corporation stating the number of shares he desires to sell. The corporation shall then have an option to purchase the said Class B common stock within fifteen (15) days from the date of said offer to sell. The purchase price of said Class B common stock shall be the value thereof, as determined

~~Article No. 11.~~ by the Board of Directors in accordance with the provisions of the by-laws, as of the last day of the month preceding said offer to sell. In the event that the corporation shall fail to exercise this option, the corporation shall, forthwith upon the expiration of the said fifteen (15) days, offer said stock to the other holders of Class B common stock of said corporation who shall have the option to purchase said Class B common stock in proportion to their respective holdings of shares of said class of stock. The said stockholders shall have fifteen (15) days, from the date of said notice, to purchase said Class B common stock. The purchase price of said Class B common stock shall be the value thereof as determined by the Board of Directors in accordance with the provisions of the by-laws as of the last day of the month preceding said offer to sell. In the event that any of said stockholders shall fail to exercise this option, the other holders of Class B common stock desiring to exercise said option shall have the right to purchase, as aforesaid, the shares which the remaining stockholders failed to purchase in accordance with said option, in proportion to their respective holdings of Class B common stock. In the event that none of the other holders of Class B common stock desire to purchase the Class B common stock, the said stockholder shall be entitled to sell the same shall have the right to sell such Class B common stock to any person. In the event that the holder of any share or shares of the Class B common stock of said company shall pledge or otherwise encumber any of his said Class B common stock in said company, and the pledgee of said stock shall sell said stock because of failure of said holder to

~~Article No. 12.~~ carry out the terms of said pledge or loan, the purchase of said Class B common stock shall be required to offer said Class B common stock for sale to the stockholders in the manner hereinbefore set forth in this paragraph, and he shall not be entitled to any rights whatsoever in said corporation or in and to said Class B common stock unless the said holders of Class B common stock shall have failed to purchase said stock upon the terms and conditions as hereinbefore set forth in this paragraph. The corporation shall have the right in such event to refuse to recognize the said purchaser at said pledgee's sale as the holder of said Class B common stock, and the holder of such Class B common stock shall not have any voting rights or other rights by reason of possession of said Class B common stock, except as herein set forth in this paragraph."

Article No. EIGHTH of the Articles of Association, as heretofore amended, is hereby repealed.

Article No. NINTH of the Articles of Association, as heretofore amended, is hereby renumbered ARTICLE NO. EIGHTH.

Article No. TENTH of the Articles of Association, as heretofore amended, is hereby repealed.

"Article No.

"Article No.

[CORPORATE SEAL]

ATTEST:

Memil Hansenfeld
President (~~ex-officio~~ President).

Henry J. Hansenfeld
Secretary (or Assistant Secretary).

State of Rhode Island,

County of *Providence* . }

In the *City* of *Central Falls*
on this *3th* day of *October*
A. D. 19 *53*, subscribed and sworn to before me.

Charles H. Robinson
Notary Public.

✓

BUSINESS

ORIGINAL

CERTIFICATE OF AMENDMENT OF
ARTICLES OF ASSOCIATION OR
CHARTER OF

HASSENFELD BROS. INC.

Duly Incorporated Under the Laws of
the State of Rhode Island.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

OCT 8 - 1953 19