

Filing fee: \$20.00

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

THE LONDON AGENCY, LTD.

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 THE LONDON AGENCY, LTD.

SECOND: The shareholders of the corporation on January 23, 1980, 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)]

VOTED: That the action taken by the Board of Directors of THE LONDON AGENCY, LTD., on the 23rd day of January, 1980, adopting a resolution to amend ARTICLE III of the Articles of Incorporation as follows:

- 1) for the purpose of engaging in the business of selling all lines and coverage of insurance
- 2) for operations in the Commonwealth of Massachusetts, the Corporation shall engage in only those purposes permitted by Massachusetts General Laws, Chapter 175, Section 174

is hereby ratified, approved and confirmed, and the proper officers of the Corporation are hereby directed to take all steps and execute such documents as may be necessary to render said resolution and amendment effective.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 100 ; and the number of shares entitled to vote thereon was 100.

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>
No Par Common	100

FIFTH: The number of shares voted for such amendment was 100 ; and the number of shares voted against such amendment was none .

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>
No Par Common	100	-0-

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)

No Change

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

Dated January 23, , 19 80

THE LONDON AGENCY, LTD.
By Robert H. Read
Robert H. Read President
and Donna O. Read
Donna O. Read Secretary

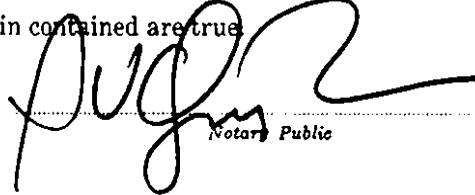
STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

} Sc.

At PAWTUCKET, RI in said county on this 25th day of
JAN., 19 80, personally appeared before me Robert H.
Read, Jr., who, being by me first duly sworn, declared that he is the President
and Sole Stockholder of THE LONDON AGENCY, LTD.

that he signed the foregoing document as President and Sole Stockholder of the
corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)

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