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State of Rhode Island and Providence Plantations

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SAMUEL'S REALTY CO., 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 Samuel's Realty Co., Inc.

SECOND: The shareholders of the corporation ~~was~~ as of June 11, 1986, 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)]

*Article Fourth of the Corporation's Articles of Incorporation be amended to read as follows:

*FOURTH. (A) The aggregate number of shares which the corporation shall have authority to issue is 600 shares of Class A Voting Common Stock, of no par value, and 5,400 shares of Class B Non-Voting Common Stock, of no par value. The following is a statement of the designations, preferences, limitations and relative rights of the Class A Voting Common Stock and the Class B Non-Voting Common Stock:

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THIRD: The number of shares of the corporation outstanding at the time of such adoption was 368; and the number of shares entitled to vote thereon was 368

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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NONE

FIFTH: The number of shares voted for such amendment was 368; and the number of shares voted against such amendment was 0 by written consent of the holders of all such shares.

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>

NONE

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)

Set forth in amendment

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 August 29, 1986

SAMUEL'S REALTY CO., INC.

STATE OF RHODE ISLAND

COUNTY OF Providence } SC.
CONTINUATION OF "ARTICLE SECOND" OF ARTICLES OF
AMENDMENT OF SAMUEL'S REALTY CO., INC.
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(i) General: The Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be identical in all respects, except that the holders of the Class A Voting Common Stock shall be entitled to cast one vote per share of such Stock on every issue submitted for the approval of the shareholders, whereas the holders of the Class B Non-Voting Common Stock shall not be entitled to vote on any matter submitted for the approval of the shareholders, nor shall they be entitled to receive any notice of any meeting of shareholders, unless required by the law or requested by the Board of Directors pursuant to subparagraph (iii)(a) below. Each share of Common Stock, of no par value, heretofore outstanding shall be deemed to be a share of Class A Voting Common Stock, of no par value.

(ii) Dividends Other Than Stock Dividends. The holders of record of the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be entitled to receive dividends in cash or property (other than dividends of the kind referred to in subparagraph (iii) below) when and as declared by the Board of Directors out of funds legally available therefor; provided that no such dividend may be declared or paid on any shares of the Class A Voting Common Stock or the Class B Non-Voting Common Stock unless at the same time a dividend is declared or paid (as the case may be) on all shares of the Class A Voting Common Stock and on all shares of the Class B Non-Voting Common Stock and at the same amount per share of both such Classes of Stock.

(iii) Stock Dividends, Subscription Offerings and Combinations or Subdivisions of Shares. So long as any shares of the Class B Non-Voting Common Stock are outstanding, no dividend or other distribution on or in respect of stock of the Corporation which is payable in securities of the Corporation shall be declared or paid, nor shall the Corporation issue to the holders of any class of stock of the Corporation as a class rights or warrants to subscribe for or purchase any securities of the Corporation, nor shall there be any combination or subdivision of outstanding shares of stock of the Corporation, unless such action shall be taken simultaneously in respect of the Class A Voting Common Stock and the Class B Non-Voting Common Stock, and unless, to the

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