

Filing Fee \$30.00

Corp. I.D. # _____ ✓

State of Rhode Island and Providence Plantations

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE DUNES CORPORATION**

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 DUNES CORPORATION

SECOND: The shareholders of the corporation on August 26, 1989, 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)]

See Exhibit A attached hereto.

THIRD: The number of ^{Common} shares of the corporation outstanding at the time of such adoption was 985; and the number of shares entitled to vote thereon was 985.

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>
Common	985
Preferred	985

FIFTH: The number of shares voted for such amendment was 1760; and the number of shares voted against such amendment was 16.

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>
Common	880	8
Preferred	880	8

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 2 September, 1989

THE DUNES CORPORATION

By

Its

President

and

Its

Secretary

STATE OF RHODE ISLAND

COUNTY OF Washington

} Sc.

At Narragansett in said county on this 2nd day of
September, 19 89, personally appeared before me
James S. Smith, who, being by me first duly sworn, declared that he is the
President of THE DUNES CORPORATION

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


Notary Public

My Commission Expires June 30, 1991

(NOTARIAL SEAL)

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SECRETARY
JAN 1989

SEP 15 3 51 PM '89

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Rec'd & Filed SEP 15 1989