

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>
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NONE

FIFTH: The number of shares voted for such amendment was 100; 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>

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)

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 July 26, 1991

NEW ENGLAND SUN CONTROL, INC.
By *Julius P. Lawrence*
Its President
and *Patricia J. Edwards*
Its Secretary

STATE OF RHODE ISLAND }
COUNTY OF Providence } SC.

At Smithfield in said county on this 26th day of
July, 1991, personally appeared before me Richard
Christie, who, being by me first duly sworn, declared that he is the
President of New England Sun Control, Inc.

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


Notary Public

(NOTARIAL SEAL)

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SECRETARY
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JUL 25 11 33 AM '91

1991

Rec'd & Filed

JUL 29 1991

Rec'd & Filed

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