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State of Rhode Island and Providence Plantations

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**

Ross-Simons of Warwick, 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 Ross-Simons of Warwick, Inc.

SECOND: The shareholders of the corporation on May 6, 1987, 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 Articles of Incorporation is hereby amended in its entirety to read as follows:

"FOURTH. The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, itemized as follows:

- (a) Class A Voting Common Stock divided into one hundred (100) shares without par value; and
- (b) Class B Non-voting Common Stock divided into five thousand (5,000) shares without par value; and
- (c) Class C Non-voting Common Stock divided into Four Thousand Nine Hundred (4,900) shares without par value.

The relative rights, privileges and limitations of the Class A shares, the Class B Non-voting shares and the Class C Non-voting shares shall be in all respects identical, share for share, except that the voting power for all purposes shall be vested exclusively in the holders of the Class A shares and, except as otherwise required by law, the holders of the Class B Non-voting shares and the Class C Non-voting shares shall not have any voting power or be entitled to receive any notice of meetings of shareholders."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 5,100; 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>
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 May 6, 1987

Ross-Simons of Warwick, Inc.

By Darrell S. Ross
its President
and Lillian S. Ross
its Secretary

STATE OF RHODE ISLAND

COUNTY OF *Providence*

} SC.

At the City of *Providence* in said county on this *6th* day of
May, 19*87*, personally appeared before me *Lillian*
S. Ross, who, being by me first duly sworn, declared that she is the
Secretary of *Ross-Simons of Warwick, Inc.*

that she signed the foregoing document as *Secretary* of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Benj. G. Paster
Notary Public

BENJ. G. PASTER

Notary Public

My Commission Expires June 30, 1991

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