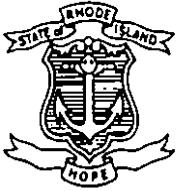


Filing Fee \$50.00

ID Number: 132817



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION**
(To Be Filed In Duplicate Original)

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:

1. The name of the corporation is B&M Service Agency, Inc.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on July 16, 2003, 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)]

(If additional space is required, please list on separate attachment)

The name of the corporation is amended to Paola Associates, Inc.

The purpose of the corporation is to act as an insurance agent and broker and to engage in related activities as well as for any other lawful purpose for which a corporation may be formed under Rhode Island General Laws, as amended.

3. 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.
4. 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>
<u>None</u>	

FILED

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By Kmc
C1596A

5. The number of shares voted for such amendment was 100; and the number of shares voted against such amendment was 0

6. 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.")

Class	Number of Shares Voted	
	For	Against
N/A	100	0

7. 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

8. The manner in which such amendment effects a change in the amount of stated capital, and the amount (expressed in dollars) of stated capital as changed by such amendment, are as follows: (If no change, so state)

No change

9. As required by Section 7-1.1-57 of the General Laws, the corporation has paid all fees and franchise taxes.

10. Date when amendment is to become effective July 16, 2003
(not prior to, nor more than 30 days after, the filing of these articles of amendment)

Date: July 10, 2003

B&M Service Agency, Inc.

Print Corporate Name

By Roger L. Messier
☒ President or ☐ Vice President (check one)

By Roger L. Messier ^{AND}
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Rhode Island
COUNTY OF Providence

In Providence, on this 10 day of July, 2003 personally appeared before me Roger L. Messier who, being by me first duly sworn, declared that he/she is the President and Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]
Notary Public
My Commission Expires: 8/4/2005

Butler & Messier, Inc.
1401 Newport Avenue
Pawtucket, Rhode Island 02861

July 20 2003

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903

Re: Consent to Use of Name

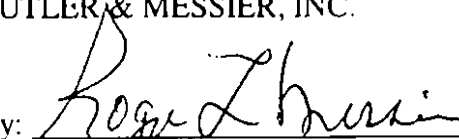
Dear Sir or Madam:

Butler & Messier, Inc., a Rhode Island domestic corporation, successor by merger of Paola Associates, Inc., hereby consents to and approves of the use of the name "Paola Associates, Inc." for purposes of forming such an entity as a corporation under the laws of the State of Rhode Island.

Very truly yours,

BUTLER & MESSIER, INC.

By:


Roger L. Messier, President