

Filing Fee \$50.00

ID Number: 37237



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

**BUSINESS CORPORATION**

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

Pursuant to the provisions of Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Pawtuxet Valley Bus Lines
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on October 4, 2006, in the manner prescribed by Chapter 7-1.2 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

**[Insert Amendment(s)]**

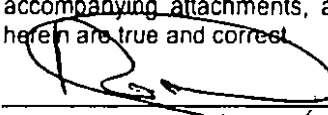
*(If additional space is required, please list on separate attachment)*

Paragraph 1 of the Articles of Incorporation is amended as follows: "The name of the corporation is KILT Trans, Inc."

3. As required by Section 7-1.2-105 of the General Laws, the corporation has paid all fees and taxes.
4. These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing n/a

Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: October 31, 2006

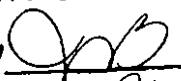
  
\_\_\_\_\_  
Signature of Authorized Officer of the Corporation

Ross Kinnear, Vice President

\_\_\_\_\_  
Type or Print Name of Authorized Officer

**FILED**

**MAR 26 2007**

By   
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Filing Fee \$30.00

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

ARTICLES OF AMENDMENT

TO THE

CHARTER

OF

PAWTUXET VALLEY BUS LINES

Pursuant to the provisions of Section 7-1.1-53.1 and 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 PAWTUXET VALLEY BUS LINES, a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended.

SECOND: The shareholders of the corporation on September 1984, 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))

- (a) Sec. 1 of the Charter shall be amended by inserting the following after "PAWTUXET VALLEY BUS LINES":

", a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended,"

- (b) Sec. 2 of the Charter shall be amended in its entirety and read as follows:

"SEC. 2. The capital stock of said corporation shall be such sum not to exceed fifty thousand dollars (\$50,000); as may be fixed from time to time by vote of the stockholders, and shall be divided into 6001 shares of Preferred stock of no par value and 6000 shares of Common stock of no par value, to be issued at such times and in such amounts as may be fixed from time to time by a vote of the stockholders.

The holders of the Preferred stock shall be entitled to receive a non-cumulative preferential dividend of twelve (\$12) dollars per share, as and when declared and paid, and no more, in priority to payment of dividends on the Common stock. If in any fiscal year of said corporation it fails to pay such dividends on all the issued and outstanding Preferred stock, the holders of the Preferred stock may present any or all of their shares of Preferred stock for redemption at the price of one hundred (\$100) dollars per share, and the corporation shall redeem at said price such stock presented within thirty (30) days of the end of any such fiscal year, to the extent funds are legally available therefor, payable upon such terms as may be agreed upon by the stockholders. Subject to the foregoing provisions, the Preferred stock shall not be entitled to participate in any other or additional surplus or net profits of said corporation. Subject to the prior rights of the holders of the Preferred stock as herein set forth, the holders of the Common stock shall be entitled to all remaining profits which the directors (or shareholders if there be no directors) may determine to apply in payment of dividends which shall be distributed among the holders of Common shares. No dividends shall be paid on the Common stock, other than dividends payable in Common stock, and no purchase or call of, or capital payment on the Common stock shall be made unless at the time all unpaid dividends theretofore declared and unpaid on the Preferred stock then outstanding shall have been paid. Nothing herein contained shall prevent the declaration of dividends on the Common stock at any time that there are no unpaid dividends on any Preferred stock.

The Holders of all Common stock and the holders of the Preferred stock shall be entitled to voting rights of one vote per share.

No Holder of Preferred stock, as such, shall have any preemptive right to subscribe for shares, obligations, warrants, or other securities of the Company of any class, whether now or hereafter authorized.

Upon any liquidation or dissolution or winding up of the company, whether voluntary or involuntary, the holders of the Preferred stock shall receive an amount equal to One Hundred Dollars (\$100.00) per share plus all declared but unpaid dividends accrued thereon to the day fixed for payment before any payment is made on any other shares, and the Preferred stock shall receive no further payment. All of

the remaining net assets shall then be distributed pro rata to the holders of the Common stock."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was fifty (50); and the number of shares entitled to vote thereon was fifty (50).

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 fifty (50); and the number of shares voted against such amendment was none (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)

All of the issued and outstanding fifty (50) shares of Common Stock are to be exchanged for Six Thousand and One (6,001) shares of Preferred Stock and Four Thousand (4,000) shares of Common Stock, in accordance with a Plan of Reorganization dated September 7<sup>th</sup>, 1984.

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 September 7, 1984

Pawtuxet Valley Bus Lines

By Ernest P. Archambault  
Its President

and Paul A. Ferrara  
Its Secretary

STATE OF RHODE ISLAND )  
COUNTY OF Providence )

At Providence in said county on this 7<sup>th</sup> day of September, 1984, personally appeared before me Ernest P. Archambault, who, being by me first duly sworn, declared that he is the President of Pawtuxet Valley Bus Lines that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

David H. Ferrara  
Notary Public

(NOTARIAL SEAL)

DAVID H. FERRARA, Notary Public  
My Commission Expires June 30, 1986

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AMENDMENT

TO ARTICLES OF INCORPORATION OF

I, \_\_\_\_\_, Secretary of State, hereby  
certify that duplicate originals of Articles of Amendment to the  
Articles of Incorporation of

duly signed and verified pursuant to the provisions of Chapter 7-  
1.1 of the General Laws, 1956, as amended, have been received in  
this office and are found to conform to law and that the forego-  
ing is a duplicate original of the Articles of Amendment.

Witness my hand and the seal of  
the State of Rhode Island  
this \_\_\_\_\_ day of \_\_\_\_\_  
19. .

\_\_\_\_\_  
Secretary of State

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