

\$30.00

Filing fee: ~~\$2000~~

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

AMERICAN PRODUCTS, 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 American Products, Inc.

SECOND: The shareholders of the corporation on June 1, 1982, 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 No. FIFTH: The TOTAL AMOUNT of authorized capital stock of said corporation, with par value, shall be \$140,000 (One Hundred Forty Thousand Dollars) as follows, viz: Preferred stock in the amount of One Hundred Forty Thousand Dollars (\$140,000), to be divided into one thousand four hundred (1,400) shares, of the par value of One Hundred Dollars (\$100) each.

The TOTAL number of shares of capital stock authorized without par value, shall be two hundred (200) shares, as follows, viz: two hundred (200) shares of Common stock, without par value.

Said Common stock may be issued for cash, services, personal property, tangible or intangible, or real estate, and the stock so issued shall be full-paid and not liable to further call or assessment and the holder thereof shall not be liable for any further payments.

Said Common stock shall alone be entitled to vote.

Said Preferred stock shall have the following advantages over said Common stock: The Holders of the Preferred stock shall be entitled to receive from the surplus or net profits of the corporation a yearly dividend of six per cent (6%) payable annually before any dividends shall be paid on the Common stock, which dividends shall be non-cumulative.

Said Preferred stock or any part thereof at the discretion of the corporation shall be subject to redemption at par on June 1, 1983, or any dividend day thereafter. On dissolution or liquidation of the corporation, the holders of the Preferred stock shall be entitled to receive the par value of their said stock before any payment is made on the Common stock, and any property remaining shall be distributed ratably among the holders of the Common stock. The holders of the Preferred stock shall not be entitled to notice of any meeting of stockholders."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 450 ; 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>
Common	100

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 June 1 , 1982

AMERICAN PRODUCTS, INC.

By Arthur O. Beckwith
Its President
and Raymond G. McMahon
Its Secretary

STATE OF RHODE ISLAND

COUNTY OF Providence

} Sc.

At Providence in said county on this 1st day of
June, 19 82, personally appeared before me Raymond
J. McMahon, who, being by me first duly sworn, declared that he is the
Secretary of American Products, Inc.

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

Luisella J. Wernard
Notary Public

(NOTARIAL SEAL)

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