

Filing Fee \$30.00

Corp. I.D. # \_\_\_\_\_

**State of Rhode Island and Providence Plantations**

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

RHODE ISLAND ASSOCIATION OF INSURANCE AGENTS, 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 Rhode Island Association of Insurance Agents, Inc.

**SECOND:** The shareholders of the corporation on October 25, 1993, 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 FIFTH: Amended as follows:

The TOTAL amount of authorized capital stock of said corporation, with par value, shall be Ten Thousand (\$10,000) Dollars as follows, viz: Common Stock in the amount of Ten Thousand (\$10,000) Dollars to be divided into one thousand (1000) shares of the par value of Ten (\$10.00) Dollars each; and Preferred stock in the amount of NONE.

The TOTAL number of shares of capital stock authorized, without par value, shall be NONE.

Article SEVENTH: Amended as follows:

Restrictions on the transfer of shares of the corporation's stock shall be as set forth in the Bylaws of the corporation from time to time.

Article EIGHTH: deleted.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 210; and the number of shares entitled to vote thereon was 210.

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 109; 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)

Shares of common stock of no par value heretofore issued and/or shares of common stock purporting to be of par value heretofore issued shall be retained, but treated as shares of the par value of \$10.00; and shares hereafter issued shall be of the par value of \$10.00.

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 October 25, 19 93

Rhode Island Association of Insurance Agents, Inc.

By Robert A. Cozzit

Its President

and Donald J. Fallon

Its Secretary

STATE OF RHODE ISLAND

COUNTY OF *Kent*

} Sc.

At *Warwick* in said county on this *25<sup>th</sup>* day of  
*October*, 19*73*, personally appeared before me *Robert B.*  
*Loiselle*, who, being by me first duly sworn, declared that he is the  
President of Rhode Island Association of  
Insurance Agents, Inc.

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

*Liswan Jay Bolster*  
Notary Public  
*Liswan Jay Bolster*

(NOTARIAL SEAL)

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