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ID Number: 2821a



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

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

Hyman Brickle & Son, 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:
Hyman Brickle & Son, Inc.

1. The name of the corporation is _____
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on August 1, 19 97, 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)

See Exhibit A attached hereto

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>
Common	100

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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
None		

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. Date when amendment is to become effective: upon filing
(not more than 30 days after the filing of these Articles of Amendment)

Dated August 1, 19 97

Hyman Brickle & Son, Inc.

By [Signature]
Max S. Brickle

Its President or ~~Vice President~~

and [Signature]
Max S. Brickle

Its Secretary or ~~Assistant Secretary~~

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, on this 1st day of August, 19 97, personally appeared before me Max S. Brickle, who being by me first duly sworn, declared that he/~~she~~ is the President and Secretary of Hyman Brickle & Son, Inc. and that he/~~she~~ signed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.

[Signature]
Notary Public Michael P. Piroth
My Commission Expires: 12-1-98

Exhibit A

**Articles of Amendment to
Articles of Incorporation of
HYMAN BRICKLE & SON, INC.**

RESOLVED: That the Corporation is hereby authorized to amend Article Fifth of the Articles of Incorporation of the Corporation to read as follows:

“Article No. Fifth. (a) The total amount of shares which the corporation shall have authority to issue is 8,000 shares of common stock, \$.01 par value. The common stock shall be divided into two classes. 800 shares shall be deemed to be Class A Voting common stock and 7,200 shares shall be deemed to be Class B Non-voting common stock.

(b) At every meeting of stockholders of the Corporation, every holder of Class A Voting Common Stock shall be entitled to one (1) vote in person or by proxy for each share of Class A Voting Common Stock outstanding in his name on the transfer records of the Company. Except as may otherwise be required by law, the holders of Class B Non Voting Common Stock shall not be entitled to voting rights.”

RESOLVED: That the Corporation be, and hereby is, authorized to reclassify its capital stock (the “Recapitalization”) such that all of the issued and outstanding shares of the capital stock of the Corporation shall be converted in accordance with the following formula:

Each issued and outstanding share of Common Stock shall be converted into 1 share of Class A Voting Common Stock and 9 shares of Class B Non-voting common stock.