

State of Rhode Island and Providence Plantations

April 9, 1958

WE, the undersigned officers of

JOHN J. McHALE & SONS, INC.,
a corporation duly incorporated under the laws of the State of Rhode Island,
HEREBY CERTIFY, that at a meeting of the stockholders of said corporation, duly called
for the purpose, and held in the City of Pawtucket,
in said State, on the 2nd day of April, A. D. 1958,
the following amendment(s) to the Articles of Association (~~or Charter~~) ~~was~~ (or were)
duly adopted by an affirmative vote of the following proportion of the stockholders of
said corporation, viz:—

One Hundred Per Cent. (100%)

which said vote amends or adds the following ~~Articles~~ (Articles) to read as follows, viz.—

"Article No. FIFTH: There shall be no authorized capital stock
of said corporation, with par value.

The TOTAL number of shares of capital stock authorized,
without par value, shall be TEN THOUSAND (10,000) shares, as
follows, viz: - TEN THOUSAND (10,000) shares, of Common stock,
without par value;

"Article No. SEVENTH: The Board of Directors of said corporation
are hereby authorized to issue stock of the corporation without
par value from time to time for such consideration, consisting
of cash, services, personal property, tangible or intangible, or
real estate, as the said Board of Directors by a majority vote
shall so decide.

"Article No. EIGHTH: The corporation shall have a first lien on the shares of common stock of its members and upon all dividends due them, for any indebtedness by such members to the corporation, enforceable in such manner as their by-laws shall provide.

"Article No. NINTH: The corporation shall have an option in case of sale of common stock by any stockholder to purchase said stock at book value, determined as of the end of the last preceding fiscal year, payment therefor to be made in installments covering a period of not more than ten (10) years.

Provided, however, said option to purchase shall be exercised by the corporation within a period of thirty (30) days from the time of receipt of a written notice by the treasurer of the stockholder's intention to sell his stock.

"Article No. TENTH: The certificates of stock shall contain provisions substantially as follows:

"This certificate is issued subject to the right of the corporation to a lien thereon for all assessments due from and indebtedness of the holder thereof to the corporation.

The transfer of the shares of stock represented by the within certificate is restricted under the terms of stock purchase agreements made by John J. McHale & Sons, Inc. and all its stockholders, copies of which are on file in the office of the secretary of the Corporation.

Any transfer not made in compliance with and subject to the provisions of said agreements shall be invalid."

"Article No.

"Article No.

[CORPORATE SEAL]

ATTEST:

James A. DeBelle
President (or Vice-President).
Christine A. McHale
Secretary (or Assistant Secretary).

State of Rhode Island,
County of Providence . }

In the *City* of *Pawtucket*
on this *11th* day of *April*
A. D. 19 *58*, subscribed and sworn to before me.

Raymond A. McMahon
Notary Public
Raymond A. McMahon
Notary Public

V

BUSINESS

ORIGINAL

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF ASSOCIATION OR
CHARTER OF**

JOHN J. McHALE & SONS, INC.

**Duly Incorporated Under the Laws of
the State of Rhode Island.**

**FILED IN THE OFFICE OF THE
SECRETARY OF STATE**

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