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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)**

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:

1. The name of the corporation is Northeastern Land Services, Ltd.

2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation)

on December 14, 2000, 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)

Article Fourth of the Articles of Incorporation of the Corporation are hereby amended as set forth on

Exhibit A attached hereto.

3. The number of shares of the corporation outstanding at the time of such adoption was 10,000; and the number of shares entitled to vote thereon was 10,000.

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.")

Class	Number of Shares
None	

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5. The number of shares voted for such amendment was 10,000 ; 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
<u>None</u>		

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. As required by Section 7-1.1-57 of the General Laws, the corporation has paid all fees and franchise taxes.

10. Date when amendment is to become effective December 14, 2000
(not prior to, nor more than 30 days after, the filing of these articles of amendment)

Date: December 14, 2000

NORTHEASTERN LAND SERVICES LTD.

Print Corporate Name

By [Signature]
 President or Vice President (check one)

By [Signature] **AND** [Signature]
X Secretary or Assistant Secretary (check one)

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, on this 14th day of December, 2000 personally appeared before me Sandra Matrone Mack who, being by me first duly sworn, declared that he/she is the Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]
Notary Public
My Commission Expires: 11/13/02

NORTHEASTERN LAND SERVICES, LTD.

EXHIBIT A

Article Fourth of the Articles of the Incorporation of the Corporation, as amended, shall be amended in its entirety as set forth below:

"FOURTH. The aggregate number of shares which the corporation has authority to issue is One Hundred Thousand without par value, divided into:

- (a) Sixty Thousand (60,000) Voting Common shares, and
- (b) Forty Thousand (40,000) Non-Voting Common shares.

Except as required by law, all voting power shall be vested solely and exclusively in the holders of the Voting Common shares at the rate of one vote per share so long as any Voting Common shares are issued and outstanding. If, and only if, there are no Voting Common shares issued and outstanding, then all voting power shall be vested in the Non-Voting Common shares at the rate of one vote per share.

Except as otherwise provided herein, Voting Common shares and Non-Voting Common shares shall have identical powers, preferences, rights, qualifications, limitations and restrictions, including but without limiting the foregoing, rights to dividends, including stock dividends and rights in liquidation; provided, however, that if any Non-Voting Common shares are issued and outstanding then stock dividends declared with respect to common shares shall be distributable as to Non-Voting Common shares only in Non-Voting Common shares."