

State of Rhode Island and Providence Plantations.

May 20th, 1930.

WE, the undersigned officers of

Newport Oil Corporation

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 Newport, in said State, on the 15th day of May, A. D. 1930, 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:—

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

“Article No. Fifth: The TOTAL number of shares of capital stock authorized without par value, shall be Three Thousand (3,000) shares, as follows, viz: Three Thousand (3,000) shares of Common Stock without par value.

“Article No.

"Article No.

"Article No.

"Article No.

"Article No.

"Article No.

[CORPORATE SEAL]

ATTEST:

James J. O'Connell
.....
President (or Vice President.)

John Sullivan
.....
Secretary (or Assistant Secretary.)

State of Rhode Island,
County of Newport }

In the..... City..... of..... Newport.....
on this..... 12th..... day of..... June.....
A. D. 1930....., subscribed and sworn to before me.

William P. Sheffield
.....
Notary Public.

BUSINESS

ORIGINAL

CERTIFICATE OF AMENDMENT OF
ARTICLES OF ASSOCIATION OR
CHARTER OF

Newport Oil Corporation

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

FILED IN THE OFFICE OF THE
SECRETARY OF STATE.

JUN 23 1930

19

of CLASS A stock issued and outstanding, in favor, and no shares of Class A stock against, and by vote of 1,518 shares of Class B stock, or every share of Class B stock issued and outstanding and no shares of Class B stock against it, the following vote was passed:

VOTED to strike out from Article Fifth of the Articles of Association filed May 7, 1925 with the Secretary of State, the following words: "one thousand (1,000) shares of Class A stock without nominal or par value and two thousand (2,000) shares of Class B stock without nominal or par value.

The holders of the Class A stock shall be entitled to receive, when and as declared by the Board of Directors, from the surplus or net profits of the corporation, priority dividends at the rate of Five Dollars (\$5.00) per share per annum payable from time to time as the Board of Directors may determine. Dividends of the Class A stock shall be non cumulative.

After the full priority dividend of Five Dollars (\$5.00) per share per annum of the Class A stock shall have been declared and/or provided in any year, any further amount declared in dividends for said year shall be paid to the holders of the Class B stock to the extent of Two Dollars and Fifty cents (2.50) per share per annum and should there be any further amount declared in dividends for said year the said further amount shall be divided pro rata among the holders of the Class A stock and the Class B stock as follows: one-half of the amount of any further dividends in such year shall be paid to the Class A stock and one-half to the Class B stock.

In the event of liquidation, dissolution or distribution of the assets of the corporation, (whether voluntary or involuntary) the holders of the Class A stock shall be entitled to be paid in full the sum of One Hundred Twenty Five (\$125.00) Dollars per share before any amount shall be paid to the holders of the Class B stock, but shall not be entitled to share further in the assets of the corporation or the proceeds of liquidation. After the preferential payment to the holders of Class A stock of One Hundred Twenty Five (\$125.00) Dollars per share from the assets of the corporation or proceeds of liquidation, the remaining assets and funds of the corporation shall be distributed and paid to the holders of the Class B stock according to their respective rights.

The Class A stock, or any portion thereof, shall be subject to redemption and may be redeemed at the option of the corporation, upon such notice as may be determined by the Board of Directors, on any date that the Board of Directors may determine by the payment for each share of Class A stock to be redeemed of One Hundred twenty five (\$125.00) Dollars per share. From and after the date fixed in any such notice as the date of redemption (unless default be made by the corporation in the payment of the redemption price pursuant to such notice) all rights to receive dividends and all rights of the holders of record thereof, as stockholders of the corporation, except the right to receive the redemption price, shall cease and determine. The holders of the Class A stock shall have no voting power whatsoever, nor shall they be entitled to notice of any meeting of stockholders of the corporation, nor shall any waiver of notice or other procedure be required with respect to such holders.

The holders of the Class B stock shall have full voting powers."