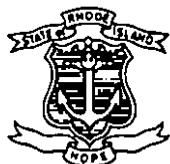


Filing Fee: \$10.00

ID Number: 107540



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

NON-PROFIT CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

Pursuant to the provisions of Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended, the undersigned () corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Roaring Brook Watershed Association
2. The following amendment to the Articles of Incorporation was adopted by the corporation:

[Insert Amendment]

Article 3 of the Articles of Incorporation is hereby deleted and replaced with the attached exhibit A.

FILED

JUN 20 2007

By C-029167

3. The amendment was adopted in the following manner:

(check one box only)

- ☐ The amendment was adopted at a meeting of the members held on _____, at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- ☒ The amendment was adopted by a consent in writing on 6/10/06, signed by all members entitled to vote with respect thereto.
- ☐ The amendment was adopted at a meeting of the Board of Directors held on _____ and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective Upon filing.
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, we declare and affirm that we have examined these Articles of Amendment to the Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Roaring Brook Watershed Association

Print Corporate Name

By Ralph D. Fitts

☒ President or ☐ Vice President (check one)

By AND
Fitts Underwood

☒ Secretary or ☐ Assistant Secretary (check one)

EXHIBIT A

AMENDMENT TO ARTICLES OF ORGANIZATION

1. That Article 3 of the Articles of Incorporation of the Corporation filed with the Rhode Island Secretary of State on July 23, 1999, be amended in its entirety to read as follows:

To acquire and maintain information relative to, and to promote the sound stewardship of the natural and cultural resources, to improve the water quality, to conserve open space, woodlands, wetlands and geological features; to protect rare native plant and animal species; to aid in the preservation of cultural, historical and geological sites; to increase outdoor recreation opportunities; and to conduct scientific and educational programs relating to the environment of the Roaring Brook Watershed in Coventry and West Greenwich, Rhode Island, and to carry on such other lawful activities for which a corporation may be formed under Title 7, Chapter 6 of the Rhode Island General Laws (1956), as amended.