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State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

Tabbooma, 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:

FIRST: The name of the corporation is Tabbooma, Inc.

SECOND: The shareholders of the corporation on May 5, 1989, 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)]

Articles FIFTH and SIXTH of the Articles of Incorporation of the corporation are hereby amended in their entirety to read as indicated on Exhibit A attached hereto and made a part hereof.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 400; and the number of shares entitled to vote thereon was 400.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none") None

<u>Class</u>	<u>Number of Shares</u>
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FIFTH: The number of shares voted for such amendment was 400; and the number of shares voted against such amendment was 0.

SIXTH: 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") None

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>

SEVENTH: 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

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (if no change, so state)

No change

Dated May 5, 19 89

Tabbooma, Inc.
By J. Robert Russell
Its President
and Steven Carlens
Its Secretary

Exhibit A

Amendments to the
Articles of Incorporation

TABBOOMA, INC.

FIFTH: The provisions relating to preemptive rights of the shareholders of the corporation shall be as follows:

The shareholders of the corporation shall be entitled to a preemptive right, for a period of thirty (30) days following the notice hereinafter referred to, to subscribe for, purchase or otherwise acquire in the proportions which their holdings of the shares of the common stock of the corporation bear to the outstanding common stock, any shares of the same class of the corporation, any equity and/or voting shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of the same class of the corporation or of equity and/or voting shares of any class of the corporation or for the purchase of any shares, bonds, securities or obligations of the corporation which are convertible into, or exchangeable for, or which carry any rights to subscribe for, purchase or otherwise acquire shares of the same class of the corporation or equity and/or voting shares of any class of the corporation, whether now or hereafter authorized or created, whether having unissued or treasury status, and whether the proposed issue, reissue, transfer or grant is for cash, property or any other lawful consideration. The preemptive rights granted herein shall be deemed waived by any shareholder who does not so exercise them and pay for the shares, rights, options, bonds, securities or obligations within said thirty (30) days of receipt of notice in writing from the corporation stating the price, terms and conditions of the offering. After the expiration of said thirty (30) days, any and all of such shares, rights, options, bonds, securities or obligations of the corporation may be issued, reissued, transferred or granted by the corporation, as the case may be, to such persons, firms, corporations and associations, and for such lawful consideration, and on such terms as the corporation in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights.

The provisions contained herein are in lieu of the provisions on preemptive rights contained in Section 7-1.1-24 of the Rhode Island Business Corporation Act, as amended.

SIXTH: For the regulation of the business and the conduct of the internal affairs of the corporation, it is provided as follows:

1. The corporation may, from time to time, and in conformity with the provisions of the Rhode Island Business Corporation Act, as amended, distribute to its shareholders, directly or by the purchase of its own shares, a portion of its assets, in cash or property out of the unreserved and unrestricted capital surplus of the corporation.

2. Except for those actions excluded by the provisions of the Rhode Island Business Corporation Act, as amended, any action required or permitted to be taken at a meeting of shareholders may be taken without a meeting upon the written consent of less than all the shareholders entitled to vote thereon if the shareholders who so consent would be entitled to cast at least the minimum number of votes which would be required to take such action at a meeting at which all shareholders entitled to vote thereon were present. In the event of such written action, prompt notice of such action shall be given to all shareholders who would have been entitled to vote upon the action if such meeting were held.

3. The stock of the corporation is subject to transfer restrictions as noted in its by-laws and copies thereof are on file at the registered office of the corporation. Certificates of stock of the corporation are transferable only upon compliance with the provisions of said transfer restrictions.

4. No director of the corporation shall be personally liable to the corporation or to its stockholders for monetary damages for breach of the director's duty as a director; provided that nothing herein contained shall be construed to eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation or its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) with respect to the liability imposed pursuant to

the provisions of Section 7-1.1-43 of the Rhode Island Business Corporation Act, as amended (the "Act"); or (iv) for any transaction from which the director derived an improper personal benefit (unless said transaction is permitted by Section 7-1.1-37.1 of the Act).

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STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

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At Providence in said county on this 5th day of
May, 1989, personally appeared before me J. Robert
Pesce, who, being by me first duly sworn, declared that he is the
President of Tabbooma, Inc.

that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

J. Robert Pesce
Notary Public

(NOTARIAL SEAL)

My Commission Expires
June 30, 1991

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

MAY 8 12 19 PM '89

Handwritten: 12/19/89

Rec'd & Filed MAY 08 1989

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