

File Fee \$10.00

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

The Greater Providence Chamber of Commerce

Pursuant to the provisions of Section 7-6-40 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 The Greater Providence Chamber of Commerce

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:

(Insert Amendment)

No director shall be personally liable to the corporation or to its members for monetary damages for breach of the director's duty as a director; provided, however, that the foregoing shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation or to its members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the director derived an improper personal benefit.

10/29/87 PAID

CHEM
0151A001

10.00

OCT 28 1987

NR

THIRD: The amendment was adopted in the following manner:

(Note 1)

The amendment was adopted at a meeting of members held on October 13, 1987, at which 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.

Dated October 21, 1987

The Greater Providence Chamber of Commerce (Note 2)

By James A. Hagen (Note 3)

Its President

and Julia A. Sabey (Note 3)

Its Secretary

NOTES:

1. Insert whichever of the following statements is applicable:

- (a) "The amendment was adopted at a meeting of members held on , at which 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."
- (b) "The amendment was adopted by a consent in writing signed under date of by all members entitled to vote in respect thereto."
- (c) "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 in respect thereof."

2. Exact corporate name of corporation adopting the Amendment.

3. Signatures and titles of officers signing for the corporation.

1-2

AFFIDAVIT OF PUBLICATION

THE PROVIDENCE DAILY JOURNAL THE EVENING BULLETIN

THE PROVIDENCE SUNDAY JOURNAL

Published by THE PROVIDENCE JOURNAL COMPANY

Providence, Rhode Island 02902

State of Rhode Island
City and County of Providence

On this 20th day of October 1987,
before me, a Notary Public, duly qualified for
said County and State, personally appeared
Nancy O'Connell, Classified Advertising Man-
ager, in the office of The Providence Journal
Company, publishers of The Providence Journal
and Evening Bulletin, a newspaper published in
the City of Providence by The Providence Jour-
nal Company, who, on being duly sworn, states
on oath that the advertisement of Greater

Providence Chamber of Commerce Commerce Center
Providence Rhode Island Notice of special
Meeting

a true copy of which is hereunto annexed, was
duly inserted in The Providence Journal
in its issue of

October 7,8,9,10,11,-- 1987

Nancy O'Connell
Subscribed and sworn to before me this

20th day of October, 1987

John R. Lennon

Notary Public

Greater Providence
Chamber of Commerce
Commerce Center
Providence, Rhode Island

NOTICE

A special meeting of the members of the Greater Providence Chamber of Commerce will occur on Tuesday, October 13, 1987 at 7:00 P.M., Omni Biltmore Hotel, Providence, Rhode Island for the purpose of adopting an article of amendment to the Articles of Incorporation of the Greater Providence Chamber of Commerce, which amendment is for the purpose of limiting personal liability of the directors of the Greater Providence Chamber of Commerce from monetary damages for breach of their obligations as directors, except in cases of breaches of directors' duty of loyalty, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or from which a director derived an improper personal benefit.

Henry Woodbridge
Chairman