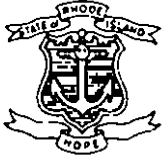


Filing Fee: \$25.00

ID Number: 114043



**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**

**APPLICATION FOR  
AMENDED CERTIFICATE OF AUTHORITY  
(To Be Filed In Duplicate Original)**

Pursuant to the provisions of Section 7-6-82 of the General Laws, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for an Amended Certificate of Authority to conduct affairs in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is CVS Corporation Foundation Program

2. A Certificate of Authority was issued to the corporation by the Secretary of State of the State of Rhode Island on August 17, 2000, authorizing it to conduct affairs in Rhode Island.

3. The corporate name of the corporation has been changed to:  
CVS Charitable Trust, Inc.  
(If the name has not been changed, insert "no change")

4. It desires to pursue in the conduct of its affairs in Rhode Island other or additional specific purposes than those set forth in its prior Application for a Certificate of Authority, as follows:  
None

(If no other or additional purposes are proposed, insert "None")

**FILED**

NOV 09 2000  
By CL# 63  
353952

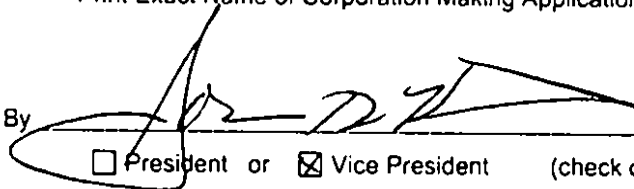
Under penalty of perjury, we declare and affirm that we have examined this Application for Amended Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: November 1, 2000

**CVS Corporation Foundation Program**

Print Exact Name of Corporation Making Application

By

  
☐ President or ☒ Vice President (check one)

By

AND  
  
☐ Secretary or ☒ Assistant Secretary (check one)

*State of Delaware*

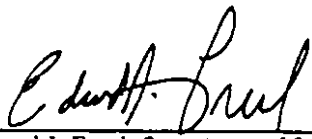
PAGE 1

*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CVS CORPORATION FOUNDATION PROGRAM", CHANGING ITS NAME FROM "CVS CORPORATION FOUNDATION PROGRAM" TO "CVS CHARITABLE TRUST, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 2000, AT 4 O'CLOCK P.M.



  
Edward J. Freel, Secretary of State

2317629 8100

AUTHENTICATION: 0775941

001556630

DATE: 11-06-00

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
CVS CORPORATION FOUNDATION PROGRAM**

CVS Corporation Foundation Program, a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

**FIRST**: That the Board of Directors of said corporation, pursuant to waiver of written notice of a special meeting, duly convened and held a special meeting of the Board of Directors on October 23, 2000, at 2:30 P.M.

**SECOND**: That at said meeting was present all of the members of the Board of Directors.

**THIRD**: That at said meeting a vote of the Board of Directors was taken for and against the amendment to the Certificate of Incorporation, said amendment being passed by all of the members of the Board of Directors as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing Article FIRST thereof so that, as amended, said Article shall be and read as follows:


**FIRST**. The name of the corporation (hereinafter called the "Corporation") is CVS Charitable Trust, Inc."

**FOURTH:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, said CVS Corporation Foundation Program has caused this Certificate to be signed by Thomas S. Moffatt its Assistant Secretary, this 1st day of November, 2000.

CVS Corporation Foundation Program

By

  
Name: Thomas S. Moffatt

Title: Assistant Secretary