

Filing Fee \$10.00

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

28450

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

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 Sail Newport, Inc.

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

(Insert Amendment)

"VOTED THAT Paragraph Third of the Articles of Association, announcing the purpose of said corporation shall be amended as follows: The purpose of this corporation is to encourage, promote and administer sailing competition, including America's Cup competition; to promote and administer yachting events in Newport and adjacent waters; to lease and operate marine facilities including marine recreational facilities; to lease, operate and administer land, buildings, wharves, piers, docks, floats and moorings for use in promoting and administering yachting events and related support activities; to acquire by lease or purchase boats and related marine property and equipment; to construct, acquire, lease, foster, encourage, operate and/or assist in the settlement of marine recreational facilities in Newport, Rhode Island, including sailing instruction, small boat rental programs, marine storage and related educational sailing programs and activities all of which are open to the public.

THIRD: The amendment was adopted in the following manner:

(Note 1)

"The amendment was adopted at a meeting of members held on November 12, 1992, 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 February 28, 1993, 19

Bartlett S. Dunbar

(Note 2)

By

(Note 3)

Its President

and

(Note 3)

Richard Tracy

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.

RECEIVED
SECRETARY OF STATE
CORPORATE DIVISION

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