

Filing Fee \$50.00

ID Number: 103257



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)**

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:

- The name of the corporation is ATW Corporation
- The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on 12/1/99, 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)]

(If additional space is required, please list on separate attachment)

That Article 1 of the Articles of Incorporation be deleted in its entirety and a new Article 1 be substituted therefor to read as follows:

1. The name of the corporation is: A.T. WALL COMPANY

- The number of shares of the corporation outstanding at the time of such adoption was -100-; and the number of shares entitled to vote thereon was -100-.
- The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (If inapplicable, insert "none.")

<u>Class</u>	<u>Number of Shares</u>
<u>None</u>	

66. 11 99 21 11 93

SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903-1335

FILED

DEC 17 1999

By [Signature]

5. The number of shares voted for such amendment was -100-; and the number of shares voted against such amendment was -0-.

6. 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.")

Class	Number of Shares Voted	
	For	Against
None		

7. 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

8. The manner in which such amendment effects a change in the amount of stated capital, and the amount (expressed in dollars) of stated capital as changed by such amendment, are as follows: (If no change, so state)

No change

9. As required by Section 7-1.1-57 of the General Laws, the corporation has paid all fees and franchise taxes.

10. Date when amendment is to become effective December 31, 1999
(not prior to, nor more than 30 days after, the filing of these articles of amendment)

Date: 12/1/99

ATW Corporation

Print Corporate Name
By [Signature]

President or Vice President (check one)
Frederick G. Frost III

By [Signature]

Secretary or Assistant Secretary (check one)
Chester T. Chwalek

STATE OF Rhode Island
COUNTY OF KENT

In Warwick, on this 9th day of December, 1999 personally appeared before me F.G. Frost III and C.T. Chwalek who, being by me first duly sworn, declared that he/she is the President and Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature] (#19240)
Notary Public
My Commission Expires: 8/27/01

ATW Companies, Inc.
(Formerly known as A.T. Wall Company)
55 Service Avenue
Warwick, Rhode Island 02886

December 3, 1999

State of Rhode Island
Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903

Re: ATW Corporation

Ladies/Gentlemen:

The undersigned, J. Clifford Deinert, President, of ATW Companies, Inc., Rhode Island corporation, formerly known as A.T. Wall Company, hereby consents to the use of the name "A.T. Wall Company" by ATW Corporation, for a Rhode Island corporation.

ATW Companies, Inc.
(Formerly known as A.T. Wall Company)

By: J. Clifford Deinert
J. Clifford Deinert
President