ID Number: 14352



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 148 W. River Street Providence, Rhode Island 02904-2615

FILED

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BUSINESS CORPORATION

DEC 11 2006 By 00 L

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

Pursuant to the provisions of Sectic undersigned corporation adopts the foll	on 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended, the lowing Articles of Amendment to its Articles of Incorporation:
The name of the corporation is Kai	ser Tree Preservation Company
corporation) on December 🔑 , 20	n (or, where no shares have been issued, the board of directors of the, in the manner prescribed by Chapter 7-1.2 of the General he following amendment(s) to the Articles of Incorporation:
	[Insert Amendment(s)]
(If additional Article FOURTH is hereby amene	al space is required, please list on separate attachment) d as set forth
on Exhibit Fourth attached hereto	o and made a part hereof.
Article FIFTH is hereby amended	
Shareholders shall have no preei	mptive right to acquire unissued shares
or securities convertible into, or	carrying a right to subscribe to or acquire, shares.
Article SIXTH is hereby amended on Exhibit Sixth attached hereto	
	the General Laws, the corporation has paid all fees and taxes. be effective upon filing unless a specified date is provided which shall be no later is filing Upon filing.
Date: December &, 2006	Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct. Signature of Authorized Officer of the Corporation Herbert J Kaiser III Type or Print Name of Authorized Officer

Form No. 101 Revised: 12/05

KAISER TREE PRESERVATION COMPANY

Articles Of Incorporation

EXHIBIT FOURTH

FOURTH. The aggregate number of shares which the Corporation shall have authority to issue is 250,000 shares, consisting of:

- (1) 50,000 shares of Class A Voting Common Stock, \$0.01 par value per share; and
- (2) 200,000 shares of Class B Non-Voting Common Stock, \$0.01 par value per share.

Except as required by law, all voting power shall be vested solely and exclusively in the Class A Voting Common Stock at the rate of one vote per share so long as any Class A Voting Common Stock are outstanding. If, and only if, there is no Class A Voting Common Stock issued and outstanding, then all voting power shall be vested in the Class B Non-Voting Common Stock at the rate of one vote per share.

If at any time or from time to time the Board of Directors authorizes a dividend payable in stock, such shall be given or offered to all holders of Common Stock both Class A Voting and Class B Non-Voting except that holders of Class B Non-Voting Common Stock shall only be offered or given shares of Class B Non-Voting Common Stock.

Except as otherwise provided herein, Class A Voting Common Stock and Class B Non-Voting Common Stock shall have identical powers, preferences, rights, qualifications, limitations and restrictions, including but without limiting the foregoing, rights to dividends, including stock dividends and rights in liquidation.

Upon the filing of these Articles of Amendment, the foregoing shall without further act or deed be substituted for the existing Article FOURTH which stated an authorized capital of 500 shares no par value and further each of the ten (10) issued and outstanding shares of such stock shall become two thousand five hundred (2,500) shares of Class A Voting Common Stock.

KAISER TREE PRESERVATION COMPANY

Articles Of Incorporation

EXHIBIT SIXTH

SIXTH. Provisions for the regulation of the internal affairs of the Corporation:

- I Except as otherwise provided by the Rhode Island Business Corporation Act, as has been or may hereafter be amended (the "Act"), any action required or permitted to be taken at a meeting of shareholders by the Act, by these articles of incorporation or by the by-laws of the Corporation may be taken without a meeting upon the written consent of less than all of 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 are present.
- II. (A) A Director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of the Director's duty as a Director, except for (i) liability for any breach of the Director's duty of loyalty to the Corporation or its shareholders, (ii) liability for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) liability imposed pursuant to the provisions of Section 811 of the Act, or (iv) liability for any transaction (other than transactions approved in accordance with Section 807 of the Act) from which the Director derived an improper personal benefit. If the Act is amended to authorize corporate action further eliminating or limiting the personal liability of Directors, then the liability of a Director of the Corporation shall be eliminated or limited to the fullest extent so permitted. Any repeal or modification of this provision by the Corporation shall not adversely affect any right or protection of a Director of the Corporation existing prior to such repeal or modification.
- (B) The Directors of the Corporation may include provisions in the Corporation's by-laws, or may authorize agreements to be entered into with each Director, officer, employee or other agent of the Corporation (an "Indemnified Person"), for the purpose of indemnifying an Indemnified Person in the manner and to the extent permitted by the Act.

In addition to the authority conferred upon the Directors of the Corporation by the foregoing paragraph, the Directors of the Corporation may include provisions in its bylaws, or may authorize agreements to be entered into with each Indemnified Person, for the purpose of indemnifying such person in the manner and to the extent provided herein:

(i) The by-law provisions or agreements authorized hereby may provide that the Corporation shall, subject to the provisions of this Article, pay, on behalf of an Indemnified Person any Loss or Expenses arising from any claim or claims which are

made against the Indemnified Person (whether individually or jointly with other Indemnified Persons) by reason of any Covered Act of the Indemnified Person.

- (ii) For the purposes of this Article, when used herein
- (1) "Directors" or "officer" means any individual who is or was a director or officer of the Corporation or those one or more shareholders or other persons who are exercising any powers normally vested in the board of directors. Director or officer includes, unless the context otherwise requires, the estate or personal representative of the director or officer:
- (2) "Loss' means any amount which an Indemnified Person is legally obligated to pay for any claim for Covered Acts and shall include, without being limited to, damages, judgments, settlements, fines (including an excise tax assessed with respect to employee benefit plans), penalties, or, reasonable expenses actually incurred;
- (3) "Expenses" means any expenses incurred in connection with the defense against any claim for Covered Acts, including, without being limited to, legal, accounting or investigative fees and expenses or bonds necessary to pursue an appeal of an adverse judgment; and
- (4) "Covered Act" means any act or omission of an Indemnified Person in the Indemnified Person's official capacity with the Corporation and while serving as such or while serving at the request of the Corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, limited liability company, partnership, joint venture, trust, other enterprise, employee benefit plan or other entity.
- (iii) The by-law provisions or agreements authorized hereby may cover Loss or Expenses arising from any claims made against a retired Indemnified Person, the estate, heirs or legal representative of a deceased Indemnified Person or the legal representative of an incompetent, insolvent or bankrupt Indemnified Person, where the Indemnified Person was an Indemnified Person at the time the Covered Act upon which such claims are based occurred.
- (iv) Any by-law provisions or agreements authorized hereby may provide for the advancement of Expenses to an Indemnified Person prior to the final disposition of any action, suit or proceeding, or any appeal therefrom, involving such Indemnified Person and based on the alleged commission by such Indemnified Person of a Covered Act, subject to (i) a written affirmation by the Indemnified Person of his good faith belief that he has met the standard of conduct necessary for indemnification and (ii) an undertaking by or on behalf of such Indemnified Person to repay the same to the Corporation if the Covered Act involves a claim for which indemnification is not permitted under clause (v), below, and the final disposition of such action, suit, proceeding or appeal results in an adjudication adverse to such Indemnified Person.

(v) The by-law provisions or agreements authorized hereby may not indemnify an Indemnified Person from and against any Loss, and the Corporation shall not reimburse for any Expenses, in connection with any claim or claims made against an Indemnified Person which the Corporation has determined to have resulted from: (1) any breach of the Indemnified Person's duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law; (3) action contravening Section 811 of the Act; or (4) a transaction (other than a transaction approved in accordance with Section 807 of the Act) from which the person seeking indemnification derived an improper personal benefit.

Filing Fee: \$10.00

CERENE SERVE FEB 6- 1980

FICTITIOUS BUSINESS NAME STATEMENT OF

Kaiser Tree Preservation Company
(Correct Name of Corporation)

To the Secretary of State of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-7.1 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following statement for authority to transact business in the State of Rhode Island under a fictitious name:

FIRST: Fictitious Business name to be used Astro Solar Co.

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Second: Name of applicant corporat	ion Kaiser Tree Preservation Co
Тнівр: Incorporated under the laws	or Rhode Island
Fourth: Date of incorporation	3-1-78
FIFTH: Business in which engaged.	Retailing and installation
Wickford, P.T	within Rhode Island 14 Phillips St.,
Dated 1-30, 1980 (This statement shall expire five (5) years from date of filing)	Reservation Co. Forbert John Kauser, III By: PRESIDENT
FORM 32 2M 3-76	<u> </u>

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