

Filing fee: \$20.00

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

H. F. HANSCOM & COMPANY, INC.

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:

FIRST: The name of the corporation is H. F. HANSCOM & COMPANY, INC.

SECOND: The shareholders of the corporation on June 21, 1978 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)]

Article No. Fifth is amended in its entirety to read as follows:

"Article No. Fifth:

The total number of authorized shares of capital stock of said corporation with par value shall be Seventy-Five Thousand (\$75,000) Dollars, as follows, viz:

Common stock in the amount of No Dollars to be divided into No Shares of the par value of No Dollars each; and the Preferred Stock in the amount of Seventy-Five Thousand Dollars (\$75,000) to be divided into Seven Hundred Fifty (750) shares of the par value of One Hundred Dollars (\$100) each.

The total number of shares of capital stock authorized without par value shall be Twenty-Two Hundred (2,200) as follows, viz:

Two Hundred (200) shares of Class A Voting Common Stock without par value, and Two Thousand (2,000) shares of Class B Non-Voting Common Stock without par value, and No shares of Preferred Stock without par value.

Description of the several classes of stock, including terms on which they are created and voting rights of each, is as follows, viz:

(a) The Class A Voting Common Stock and the Preferred Stock of the corporation shall have the exclusive voting power except as otherwise expressly provided and required by law. Each holder of the Class A Voting Common Stock of the corporation shall be entitled to one vote for each share of such stock held respectively. Each holder of the Preferred Stock of the corporation shall be entitled to one vote for each ten shares of such stock held respectively. Fractional votes shall not be counted.

(b) The Class B Non-Voting Common Stock shall have no voting power except such voting power as is expressly required by law.

(c) Each share of Class A Common Stock shall be on a parity with each share of the Class B Common Stock as regards dividends, earnings and assets, to the same effect as though all shares were of one class except as to the power to vote.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 2,859; and the number of shares entitled to vote thereon was 2,859.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none")

Class	Number of Shares
A	200
B	2,000
Preferred	659

FIFTH: The number of shares voted for such amendment was 2,859; and the number of shares voted against such amendment was NONE.

SIXTH: 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
A	200	0
B	2,000	0
Preferred	659	0

SEVENTH: 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

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

NO CHANGE

Dated June 30, 1978

H. F. HANSCOM & COMPANY, INC.

By *J. J. Hanscom*  
 Its President  
 and *J. J. Hanscom*  
 Its Secretary

*A. L. Hanscom* Its Treasurer

STATE OF RHODE ISLAND

COUNTY OF PROV } Sc.

At PROV in said county on this 21<sup>st</sup> day of June, 1978 personally appeared before me J. F. Hanscom, who, being by me first duly sworn, declared that he is the Pres. of H. F. Hanscom & Company, Inc

that he signed the foregoing document as Pres. of the corporation, and that the statements therein contained are true.

[Signature]  
Notary Public

(NOTARIAL SEAL)

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SECOND: (continued)

"(d) Out of the net profits or surplus as determined by the directors, the holders of record of the preferred stock shall be entitled to quarterly preferential dividends at the rate of six percentum per annum, and no more, payable on the last days of March, June, September and December in each year from the date of issue, so that if on any quarterly dividend date after the issue of such preferred stock a dividend of one and one-half percentum shall not be paid on such preferred stock, the deficiency shall be payable subsequently, but without interest, before any dividend shall be declared upon the common stock.

Any dividends, including undeclared dividends in arrears, may be declared to be payable in cash or at the option of the directors may be declared to be payable in the authorized but unissued preferred stock of the company at par, provided, however, that no such dividend may be declared or paid if such payment would impair the capital of the corporation; and provided, further, that no fractional share of preferred stock shall be issued to any stockholder.

Any stockholder who would be entitled to a certificate for a fractional share of the preferred stock shall be entitled in lieu thereof, and in complete satisfaction of his rights to any such fractional share, to cash in an amount equal to the par value of the certificate for a fractional share to which he would be entitled but for this provision.

(e) In case of liquidation or dissolution the preferred stock shall be paid in full at One Hundred Dollars (\$100) per share, plus current and accumulated dividends, and no more, before any payment shall be made upon the common stock; and the remaining assets shall be distributed among the holders of the common stock only.

(f) The corporation, through its board of directors, may from time to time redeem on any dividend date the whole or any part of the preferred stock at one hundred and ten dollars (\$110) per share plus any accrued and unpaid dividends. If less than the whole of the outstanding preferred stock shall be so redeemed at any time, the stock to be redeemed shall be selected in such manner as the board of directors may deem equitable. Such redemption may be effected after full

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SECOND: (continued)

cumulative dividends to the date of redemption upon all shares of preferred stock then outstanding and then not to be redeemed, shall have been paid or declared and set apart for payment. On and after the date fixed for such redemption, unless the corporation shall not, after proper demand, have paid to the respective holders of the shares so called for redemption the price thereof, the stock so called for redemption shall cease to be entitled to any dividends, and the respective holders thereof shall have no right or interest therein or in the corporation by reason of the ownership of such shares, except to receive payment therefor at the said redemption price, upon presentation and surrender of their respective certificates therefor.

(g) The board of directors may issue Preferred Stock and Class A or Class B Common Stock hereby authorized from time to time for such consideration, consisting of cash, services or property as they may from time to time decide; existing stockholders shall have no right to subscribe for or to participate in the taking of any stock now or hereafter authorized whether of the same class or of a different class.

Provided, however, that preferred stock shall not be issued at less than par."