

Filing Fee \$50.00

ID Number: 13696



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)

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
SEP 23 11 57 AM '99

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:

1. The name of the corporation is THE UTTER COMPANY
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on September 27, 1999, 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)

Article First is hereby deleted in its entirety and replaced with the following:
"First: The name of the Corporation is The Sun Publishing Company."
Article Second is hereby deleted in its entirety and replaced with the language set forth on Schedule I attached hereto and incorporated herein, at Article Second.
Article Third is hereby deleted in its entirety and replaced with new Article Third as set forth on Schedule I attached hereto and incorporated herein.
Article Fourth is hereby deleted in its entirety and replaced with new Article Fourth as set forth on Schedule I attached hereto and incorporated herein.
Article Fifth is hereby deleted in its entirety and replaced with new Article Fifth as set forth on Schedule I attached hereto and incorporated herein.
New Article Sixth as set forth on Schedule I attached hereto and incorporated herein is hereby added.

3. The number of shares of the corporation outstanding at the time of such adoption was 504; and the number of shares entitled to vote thereon was 456.
4. 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
<u>None</u>	

FILED

SEP 29 1999

By 231297

5. The number of shares voted for such amendment was 456; 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
<u>None</u>		

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 upon the filing of these Articles of Amendment.
(not prior to, nor more than 30 days after, the filing of these articles of amendment)

Date: September 27, 1999

The Utter Company

Print/Corporate Name

By

☒ President

or

☐ Vice President

(check one)

AND

By

☒ Secretary

or

☐ Assistant Secretary (check one)

STATE OF CONNECTICUT
COUNTY OF NEW HAVEN

In Meriden, on this 27th day of September, 1999 personally appeared before me David Lucey and Alison Muschinsky who, being by me first duly sworn, declared that he/she is the president & secretary, respectively 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.

Barbara J. Parent

Notary Public

My Commission Expires: 4/30/2002

SCHEDULE I
TO
ARTICLES OF AMENDMENT TO THE ARTICLES TO THE OF INCORPORATION
OF THE UTTER COMPANY
AND TO
RESTATED ARTICLES OF INCORPORATION
OF
THE SUN PUBLISHING COMPANY

SECOND: To carry on the business of printing, publishing, conducting and circulating or otherwise dealing with any newspaper or newspapers or other publications, and generally of carrying on the business of newspaper proprietors; and also for carrying on the trade or business of general printers or publishers; to purchase, receive, hold, convey and dispose of in any and every manner all property, real or personal, which may be necessary or convenient for the prosecution and carrying on of said business, and generally to do all acts necessary or convenient to be done in the management and prosecution of said business. Also, to engage in any lawful act or activity for which corporations may be formed under the Rhode Island Business Corporation Act or any applicable successor Act thereto, as the same may be amended from time to time.

THIRD: 2,000 shares of non-voting common stock having a par value of \$1.00 per share and 6,000 shares of voting common stock having a par value of \$1.00 per share. Each share of voting common stock will have one vote and will be entitled to participate equally with all outstanding common shares, regardless of class, in any dividends declared or in the proceeds of liquidation. Each share of non-voting common stock shall have all the rights and privileges of voting common stock, except that it will not have voting power other than as required by the General Laws of Rhode Island.

FOURTH: No shareholder of the Corporation shall be entitled as a matter of right to subscribe for, purchase or receive any shares of the Corporation (or any obligation convertible into, or warrant or other instrument entitling the holder to purchase, any shares of the Corporation) which the Corporation may issue or sell, whether out of the number of shares now authorized or whenever authorized, or out of shares of the Corporation acquired by it after issuance.

FIFTH: The number of directors of the Corporation shall be prescribed from time to time by or pursuant to the By-laws of the Corporation or by resolution of the shareholders or the directors as set forth in said By-laws.

SIXTH: No director of the Corporation shall be liable to the Corporation or its shareholders for monetary damages for breach of the director's duty as a director; provided, however, that this Article SIXTH shall not eliminate or limit the liability of a director: (i) for any breach of the

director's duty of loyalty to the Corporation or to its shareholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) for the liability imposed pursuant to the provisions of Section 7-1.1-43 of the General Laws of Rhode Island (as in effect or as hereafter amended); or (iv) for any transaction from which the director derived an improper personal benefit unless the transaction is permitted by Section 7-1.1-37.1 of the General Laws of Rhode Island (as in effect or as hereafter amended). If the General Laws of Rhode Island are amended after the adoption of this Article SIXTH to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of each director shall be eliminated or limited to the fullest extent permitted by the General Laws of Rhode Island, as so amended. Neither the amendment nor repeal of this Article SIXTH nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article SIXTH shall eliminate or reduce the effect of this Article SIXTH in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article SIXTH, would occur or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

.HrtLib1:303919.1 09/02/99 749075.0034