

Filing Fee: \$50.00

Corp. I.D. # 22638

State of Rhode Island and Providence Plantations

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**

Rumford Aquarium, 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 Rumford Aquarium, Inc.

SECOND: The shareholders of the corporation on December 29, 1993, 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)]

That the Articles of Association of the Corporation, as amended, be further amended to contain the following provision:

"Notwithstanding anything to the contrary contained in the Articles of Association of the Corporation filed on November 28, 1961, as amended, the Corporation shall have all the powers granted to Rhode Island corporations by virtue of Section 7-1.1-4 of the Rhode Island General Laws of 1956, as the same may be amended from time to time, including, without limitation, the power to make contracts and guarantees and incur liabilities, and to secure any of its obligations by mortgage or pledge of all or any of its property, franchises or income."

FILED

DEC 29 1993

BY AMC # 29

114589

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1,111; and the number of shares entitled to vote thereon was 11

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")

<u>Class</u>	<u>Number of Shares</u>
Class A Voting	11

FIFTH: The number of shares voted for such amendment was 11; and the number of shares voted against such amendment was 0

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")

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
Class A Voting	11	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 12/29, 19 93

Rumford Aquarium, Inc.

By [Signature]
Its President
and [Signature]
Its Secretary

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

} Sc.

At East Providence in said county on this 29th day of
December, 19 93, personally appeared before me George K.
Baker, Jr., who, being by me first duly sworn, declared that he/she is the President
and Secretary of Rumford Aquarium, Inc.

the he/she signed the foregoing document as President and Secretary of the
corporation, and that the statements therein contained are true.

Martina A. Maine
Notary Public

(NOTARIAL SEAL)

Dec 23 12 20 PM '95

