

Filing Fee \$30.00

State of Rhode Island and Providence Plantations

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

Almy & Chase, General Contractors & Engineers, 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 Almy & Chase, General Contractors & Engineers, Inc.

SECOND: The shareholders of the corporation on December 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)]

To amend Article Fifth in its entirety by substituting therefore the following:

"FIFTH. The aggregate number of shares which the corporation shall have authority to issue is:

"(a) Five Hundred (500) shares of seven per cent (7%) cumulative preferred stock of the par value of One Hundred (\$100.00) Dollars per share, callable at any time at One Hundred and Five (\$105.00) Dollars per share.

"(b) One Thousand (1,000) shares of common stock, without par value.

"The preferred stock shall have no voting rights except for such rights as are required by law. Every holder of common stock shall have one (1) vote for each share of common stock held by him."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 650 ; and the number of shares entitled to vote thereon was 650

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>
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Not applicable -- only one class of stock.

FIFTH: The number of shares voted for such amendment was 650 ; 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")

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
None		

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)

The corporation intends to issue 250 shares of its preferred stock upon surrender and cancellation of its outstanding promissory note in the amount of \$25,000.00. This will result in an increase of \$25,000.00 in the amount of its stated capital.

Dated December 22, 19 78

Almy & Chase, General Contractors & Engineers, Inc.

By William A. Chase, Jr.

Its President

and Walter E. Chase

Its Secretary

STATE OF RHODE ISLAND

COUNTY OF NEWPORT

} Sc.

At Newport in said county on this 22nd day of
December, 1978, personally appeared before me Walter E.
Chase, who, being by me first duly sworn, declared that he is the
Secretary of Almy & Chase, General Contractors &
Engineers, Inc.
that he signed the foregoing document as Secretary of the
corporation, and that the statements therein contained are true.

Edward B. Conner
Notary Public

(NOTARIAL SEAL)

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