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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
METALLURGICAL SOLUTIONS, 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:

1. The name of the corporation is METALLURGICAL SOLUTIONS, INC.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on February 1, 2002, ~~XXXX~~, 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)

Amend Article FOURTH of the Articles of Incorporation, dated
December 12, 1988 as follows:

(See attached Unanimous Consent)

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3. The number of shares of the corporation outstanding at the time of such adoption was 100; and the number of shares entitled to vote thereon was 100.

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")

<u>Class</u>	<u>Number of Shares</u>
Common without Par Value	100

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5. The number of shares voted for such amendment was 100; 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
Common without Par Value	100	-0-

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)

SET FORTH IN RESOLUTION OF AMENDMENT

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. Date when amendment is to become effective: upon filing
(not more than 30 days after the filing of these Articles of Amendment)

Dated 3/11, ~~XX~~ 2002

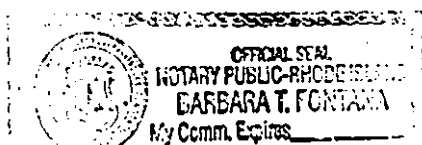
METALLURGICAL SOLUTIONS, INC.

By John J. O'Meara
JOHN J. O'MEARA
Its President President or Vice President

and John J. O'Meara
JOHN J. O'MEARA
Its Secretary Secretary or Assistant Secretary

STATE OF RHODE ISLAND
COUNTY OF KENT

In Warwick, on this 11th day of March, ~~XX~~ 2002, personally appeared before me John J. O'Meara, who being by me first duly sworn, declared that he/she is the President of METALLURGICAL SOLUTIONS, INC. and that he/~~she~~ signed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.



Barbara T. Fontana
Notary Public
My Commission Expires: 2-16-03

**UNANIMOUS CONSENT ACTION BY STOCKHOLDERS AND DIRECTORS
OF
METALLURGICAL SOLUTIONS, INC.**

Pursuant to the provisions of Sections 7-1.1-30.3 and 7-1.1-39.1 of the General Laws of Rhode Island, the undersigned being all of the Stockholders and Directors of METALLURGICAL SOLUTIONS, INC., hereby take the following action with the same force and effect for all purposes as though the same were adopted at a meeting of the Stockholders and Directors of the Corporation, held on February 1, 2002 which all of the Stockholders and Directors were personally present and voted unanimously in the affirmative.

Resolved, that the corporation amend Article FOURTH of the Articles of Incorporation, dated December 12, 1988 authorizing the corporation to issue shares in more than one class as follows:

Total Number of Shares.....8,000

- (a) 100 Shares Class A Common, without par value
- (b) 7900 Shares Class B Common non-voting, without par value

FURTHER, the corporation shall, upon surrender and Cancellation of issued Common, Without Par Value, reissue Class A Common and Class B Common non-voting, to existing shareholders in the same percentage as is issued and outstanding.

The President and Secretary be, and they are hereby authorized to execute and file with the Secretary of State, Original and Duplicate Original Articles of Amendment in confirmation of this Resolution.

IN WITNESS WHEREOF, the undersigned have executed this

Unanimous Consent, all as of the date first referenced above.


JOHN J. O'MEARA


CECILIA A. O'MEARA


GREGORY W. DEXTER


DIANE B. DEXTER


JASON A. DEXTER


SAMUEL B. DEXTER


SEAN M. O'MEARA


JOHN K. O'MEARA