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ID Number: 114066



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)**

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 WMT, Inc.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on August 24, 2000, 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 8 shall be amended as follows:

The number of directors constituting the initial board of directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Director</u>	<u>Lawrence D. Bonoff</u>	<u>66 Spinnaker Lane, Warwick, RI 02886</u>
<u>Director</u>	<u>Betsy Bonoff Menders</u>	<u>95 Shady Hill Dr., West Warwick, RI 02893</u>

3. The number of shares of the corporation outstanding at the time of such adoption was 70,443; and the number of shares entitled to vote thereon was 70,443.
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>
<u>None</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

Nov 14 2000

5. The number of shares voted for such amendment was 70,443; 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
None		

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)

N/A

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)

N/A

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

Date: November 13, 2000

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By [Signature] 353775

WMT, Inc.
 Print Corporate Name
 By [Signature]
 President or Vice President (check one)
 AND
 By [Signature]
 Secretary or Assistant Secretary (check one)

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, on this 13th day of November, 2000 personally appeared before me Lawrence D. Bonoff who, being by me first duly sworn, declared that he/she is the President/assistant secretary 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.

Marie D. Quattrucci
Notary Public MARK D. QUATTRUCCI
My Commission Expires: 8/16/2012