

Filing Fee: \$50.00

Corp. I.D. #

2271

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

BENEVOLENT CORPORATION

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 Benevolent Corporation.

SECOND: The shareholders of the corporation on 18th day of May, 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)]

Amend the Articles of Association by adding the underlined words to article "Seventh", which is inscribed on the reverse side of all stock certificates, to read: Seventh. None of the stock of said corporation shall be sold to any person without the consent in writing of a majority of the Board of Directors of said corporation, and at any time within one year after the death or resignation of the owner of any certificate of stock, said corporation shall be entitled to purchase the same by payment of the par value thereof to the personal representative of the deceased owner or to the resigned owner thereof as the case may be.

Add an article "Eighth to the Articles of Association as follows: Eighth: There shall be no liability for a director or officer of the Corporation for personal liability to the corporation or its stockholders for monetary damages for breach of such person's duty as director or officer, except for a breach of the duty of loyalty to the Corporation or its stockholders, or for a breach by acts or omissions not in good faith or a knowing violation of the law, or for a breach by any transaction from which such person derived an improper personal benefit.

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

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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None

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

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)

Amendment permits shares to be retired or bought in from resigned as well as deceased shareholders.

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 6 July , 1993

Benevolent Corporation

By

Donald H. Hain Jr.

Its

President

and

Fred Maurer

Its

Secretary

STATE OF RHODE ISLAND

COUNTY OF Providence

} Sc.

At Providence in said county on this sixth day of
July, 19 93, personally appeared before me Frank
Mauran, who, being by me first duly sworn, declared that he/she is the
Secretary of Benevolent Corporation

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

Walter W. Rutenhouse
Notary Public

(NOTARIAL SEAL)

RECEIVED
JUL 13 2 25 PM '93

Rec'd & Filed JUL 19 1993

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