

Filing Fee: \$50.00

Corp. I.D. #

19675

State of Rhode Island and Providence Plantations

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

The Belknap White Group, 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 The Belknap White Group, Inc.

SECOND: The shareholders of the corporation on August 21, 19 94 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 Article FOURTH of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

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

(a) If only one Class:

Total number of shares: 8,000 Shares
of Common Stock par value \$1.00
per share"

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THIRD: 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

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>
None	

FIFTH: The number of shares voted for such amendment was 100 ; 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>
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)

no change

Dated August 24, 19 94

The Belknap White Group, Inc.

By Deborah A. Munn
Its Vice President
and Samuel J. Krolwicz
Its Asst. Secretary

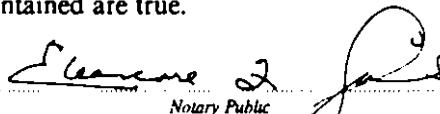
STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

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At PROVIDENCE in said county on this 24th day of
August, 19 94, personally appeared before me DEBORAH
R. MORRIS, who, being by me first duly sworn, declared that ~~he~~/she is the
VICE-PRESIDENT of The Belknap White Group, Inc.

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


Notary Public

(NOTARIAL SEAL)

Eleanore F. Gaines, Notary Public
State of Rhode Island and Providence Plantations
My Commission Expires: 7/14/95