Filing Fee $50.00

ID Number: __72786__

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown
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 Martufi & Associates, Inc.

2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on   July 28 , 2003 , 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)

"Fifth: Such pre-emptive rights as are set forth in this section 7-1.1-24."

"Sixth: Such provisions are set forth in the By-Laws of the Corporation as are on file with the registered agent of the Corporation."

"Eighth: The number of directors constituting the initial board of directors of the Corporation is none 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: None."

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.")

Class	Number of Shares
No Par Value Common Stock	100

FILED

AUG 22 2003

By KmC

C 3805

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.")

	Number of Shares Voted	
Class	For	Against
No: Par Value Common Stock	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)

No Change

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. 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   Imediately

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

Date: July 28 , 2003

Martufi & Associates, Inc.

Print Corporate Name

By _____
   ☒ President   or ☐ Vice President   (check one)

AND

By _____
   ☒ Secretary   or ☐ Assistant Secretary (check one)

STATE OF Rhode Island
COUNTY OF Providence

In Providence   , on this 28 day of July , 2003 personally appeared before me Robert A. Martufi who, being by me first duly sworn, declared that he/she is the President 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.

_____
Notary Public Stephen J. DiGianfilippo, ESQ
My Commission Expires: 9/25/05

STATE OF RHODE ISLAND
COUNTY OF _Providence_

In _Johnston_, on this _8_ day of _August_, 2003, personally appeared before me Carol L. Bordieri, who, being by me first duly sworn, declared that she is the Secretary of the corporation and that she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

_____
Notary Public
My Commission Expires: _7/1/06_