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State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

FOX ENTERPRISES, 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 Fox Enterprises, Inc.

SECOND: The shareholders of the corporation on November, 19 87, 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)]

No stockholder shall sell or dispose of any of his shares of the common stock of the corporation without first offering the same to the corporation in writing for a period of fifteen (15) days at the lowest price at which he is willing to sell; and if the corporation shall not, within fifteen (15) days after receiving from such stockholder such written notice, tender to the stockholder the purchase price of such stock, the stockholder shall be at liberty to sell such stock within a further period of fifteen (15) days to any other person at a price not less than the price offered to the corporation. This provision shall be binding upon each stockholder, his heirs, executors, administrators and assigns. The right of a stockholder to transfer any of his shares to a pledgee as collateral security shall not be restricted, but the provisions of this paragraph shall apply to any transfer or sale by the pledgee in satisfaction of the pledge.

This provision may be waived by a vote of a majority of the Shareholders at a duly called meeting of one of the Shareholders.

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THIRD: The number of shares of the corporation outstanding at the time of such adoption was 500; and the number of shares entitled to vote thereon was 500.

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>
COMMON CLASS A	500

FIFTH: The number of shares voted for such amendment was 500; 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		

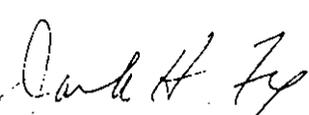
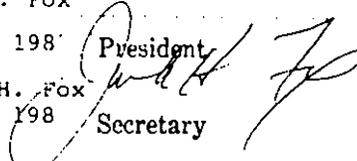
SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

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 \_\_\_\_\_, 19. 8

By  Jack H. Fox  
Its 1987 President  
and Jack H. Fox  
Its 1987 Secretary 

STATE OF RHODE ISLAND

COUNTY OF

} Sc.

At Providence in said county on this 25<sup>th</sup> day of

March, 1988, personally appeared before me

Jack H. Fox, who, being by me first duly sworn, declared that he is the  
President of Fox Enterprises, Inc.

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

*[Handwritten Signature]*  
Notary Public  
*LISA WEINGART*  
*Notary Public 27 pages June 1991*

(NOTARIAL SEAL)

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Rec'd & Filed APR 18 1988