

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

MAPLEHILL MOBILE HOME PARK RESIDENTS COOPERATIVE ASSOCIATION

Pursuant to the provisions of Section 7-6-40 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 Maplehill Mobile Home Park Residents
Cooperative Association

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:

(Insert Amendment)

1. "Article FIRST of the Original Articles of Incorporation is hereby amended to change the name of the Corporation to: Maplehill Mobile Home Park Residents Association."
2. "Article THIRD is amended in its entirety to read as follows:
THIRD: The corporation is organized exclusively for religious, charitable and educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code") including, but not limited to (i) providing affordable housing for low and moderate income persons and families, (ii) promoting fair and open housing opportunities for all persons regardless of race, age, sex, handicap or national origin, (iii) educating low and moderate income persons and the community at large concerning the need for affordable housing in rural areas, and (iv) protecting the rights of tenants.
3. "Article FOURTH is amended in its entirety to read as follows:
See Exhibit A attached hereto and made a part hereof.

THIRD: The amendment was adopted in the following manner:

(Note 1)

The amendment was adopted at a meeting of the Board of Directors held on December 4, 1991, and received the vote of a majority of the Directors in office, there being no members entitled to vote in respect thereof.

Dated December 4, 1991

Maplehill Mobile Home Park Residents (Note 2)

Cooperative Association

By Edward LaPlume (Note 3)
Edward LaPlume

Its President

and Ronald Boucher (Note 3)
~~Rorothy Sliney~~

Its Secretary

NOTES:

1. Insert whichever of the following statements is applicable:
 - (a) "The amendment was adopted at a meeting of members held on . at which a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast."
 - (b) "The amendment was adopted by a consent in writing signed under date of by all members entitled to vote in respect thereto."
 - (c) "The amendment was adopted at a meeting of the Board of Directors held on . and received the vote of a majority of the Directors in office, there being no members entitled to vote in respect thereof."
2. Exact corporate name of corporation adopting the Amendment.
3. Signatures and titles of officers signing for the corporation.

or the proceeds thereof, and upon such liquidation, the balance of all money, assets and other property of the corporation, after the payment of all its debts and obligations, shall, pursuant to a resolution of the corporation or an order of a court of competent jurisdiction in the State of Rhode Island, be used by, or distributed to, an organization or organizations which would then qualify under Section 501(c)(3) of the Code and the regulations promulgated thereunder, and which will use such property to accomplish the purposes for which this corporation is constituted.

3. The corporation may, in furtherance of its purposes, make payments and distributions to other organizations which qualify as exempt organizations under Section 501(c)(3) of the Code.

4. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, nor intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

5. A director of the corporation shall not be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the

corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director derived an improper personal benefit.

6. Amendments to the Articles of Incorporation shall be made by the affirmative vote of a majority of the directors at any meeting thereof (provided that the notice of such meeting states or summarizes the proposed change to the Articles).

7. Members of the corporation shall have only such right to vote as may be set forth in the By-Laws of the corporation.

RECEIVED

DEC 1

DEC 9 12 00 PM '91

Rec'd & Filed DEC 1 1991

AMT # 29 69643

EXHIBIT A

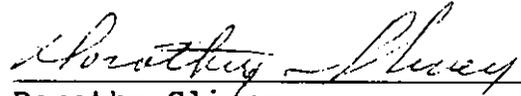
FOURTH: 1. The corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster, or attain any of the corporation's purposes. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations promulgated thereunder.

2. The corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of any officer, member, director or individual (except that reasonable compensation may be paid to such persons for services rendered to and for the corporation). In the event of the liquidation of the corporation, whether voluntary or involuntary, no officer, member, or director shall be entitled to any distribution or division of the corporation's property

MAPLE HILL MOBILE HOMEOWNERS ASSOCIATION

I, Dorothy Sliney, President of MAPLE HILL MOBILE HOME OWNERS ASSOCIATION (the "Association") in the name of and acting on behalf of the Association hereby consents to the use of the name "Maplehill Mobile Home Park Residents Association" by Maplehill Mobile Home Park Residents Cooperative Association.

IN WITNESS WHEREOF, the undersigned has executed this certificate this 4th day of December, 1991.



Dorothy Sliney
President