

Filing fee: \$20.00

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

A. A. MARIANI & SON, 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 A. A. MARIANI & SON, INC.

SECOND: The shareholders of the corporation on December 15, 1975., 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)]

ARTICLE SECOND: The name of the corporation is A. A. MARIANI & SON, INC. (a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended).

ARTICLE THIRD: The purpose or purposes for which the corporation is organized are to conduct a funeral business and allied activities and any lawful purpose or purposes for which a corporation may be formed under Rhode Island General Laws (1956), as amended, Title 7, Chapter 1.1.

ARTICLE SEVENTH: The preemptive right set forth in Rhode Island General Laws (1956), as amended, Section 7-1.1-24 is hereby denied to the stockholders.

ARTICLE EIGHTH: Action by the stockholders pursuant to Rhode Island General Laws (1956), as amended, Section 7-1.1-30.3(2) is hereby authorized.

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 December 15, 1975.

A. A. MARIANI & SON, INC.  
By Rudolph Arciero, Pres  
Its President  
and Giannetta Arciero, Sec  
Its Secretary

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

} Sc.

At Providence in said county on this 15 day of  
December, 19 75, personally appeared before me Rudolph  
Arciero, who, being by me first duly sworn, declared that he is the  
President of A. A. MARIANI & SON, INC.

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

*[Signature]*  
Notary Public

(NOTARIAL SEAL)

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*Jm*  
JAN 7 1976