



State of Rhode Island  
Department of State - Business Services Division

## Articles of Amendment

DOMESTIC Business Corporation

→ Filing Fee: \$50.00 (\$210 for an increase in authorized shares)

Pursuant to the provisions of RIGL 7-1 2-905, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Entity ID Number:  000043135	2. The name of the corporation is:  TOMAQUAG VALLEY FARM MILK TRANSPORT, INC.									
3. The shareholders of the corporation (or, where no shares have been issued by the board of directors of the corporation) in the manner prescribed by RIGL <u>7-1.2</u> adopted the following amendment(s) to the Articles of Incorporation on: AUGUST 30, 2024										
4. If the entity's name is changing, state the new name:  <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>										
5. If the total authorized shares are changing complete the following section: *List ALL authorized shares as of this amendment. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Total Authorized Shares (Number of Shares)</th> <th style="text-align: left; border-bottom: 1px solid black;">Class of Stock</th> <th style="text-align: left; border-bottom: 1px solid black;">Par Value Per Share</th> </tr> </thead> <tbody> <tr> <td style="border-bottom: 1px solid black;">8,000</td> <td style="border-bottom: 1px solid black;">"A"</td> <td style="border-bottom: 1px solid black;">NO PAR VALUE</td> </tr> <tr> <td style="border-bottom: 1px solid black;">1,000</td> <td style="border-bottom: 1px solid black;">"B"</td> <td style="border-bottom: 1px solid black;">NO PAR VALUE</td> </tr> </tbody> </table>		Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share	8,000	"A"	NO PAR VALUE	1,000	"B"	NO PAR VALUE
Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share								
8,000	"A"	NO PAR VALUE								
1,000	"B"	NO PAR VALUE								
If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of RIGL <u>7-1.2</u> . State any provisions here (optional):  <div style="text-align: right;">Check the box to indicate an attachment <input checked="" type="checkbox"/></div>										
<div style="text-align: right;">Check the box to indicate no change <input type="checkbox"/></div>										
6. If the period of its duration is changing complete the following section: <b>CHECK ONE BOX ONLY</b> <div style="border: 1px solid black; padding: 5px;"> <input type="checkbox"/> Perpetual (on-going)         </div> <div style="border: 1px solid black; padding: 5px;"> <input type="checkbox"/> Date certain for dissolution _____         </div> <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>										

### MAIL TO:

Division of Business Services  
148 W. River Street, Providence, Rhode Island 02904-2615  
Phone: (401) 222-3040  
Website: [www.sos.ri.gov](http://www.sos.ri.gov)

**FILED**

OCT 07 2024  
BY 7411K

AA. 10:57AM.

Attachment 1

Upon the effective date, in time of the following of these articles of amendment ("the effective time") each share of common stock no par value, owned by the record and beneficial owner thereof immediately prior to the Effective time shall automatically and without any action on the part of such owner be cancelled, and each share shall be replaced by one share of common stock \$.10 par value, to be issued to each of the holders of common stock at the time of cancellation.

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VT. DEPT. OF STATE  
BUS. SEC. DIV.  
MAY 06 11 17 AM '09

**Attachment 2.**  
**Tomaquag Valley Farm Milk Transportation, Inc**

1 Article Fourth: in Articles of Incorporation in its entirety and to substitute instead, the following new Article Fourth: "Fourth": the aggregate number of shares the Corporation should have the authority to issue is Nine Thousand Shares (9,000) of common stock, of which Eight Thousand Shares shall be designated as Class A common stock, and No Par value, (the "Class A Common Stock") and One Thousand Shares shall be designated as Class B non-voting Common Stock, No Par value ("Class B non-voting Common Stock")

2 Article Fifth: The designations and powers, preferences and rights, include voting rights and the qualifications, limitations, or restrictions thereof of the shares of Class A Common Stock and Class B Common Stock shall be as follows: Except as otherwise required by law, the voting power for the election of officers and for all other purposes shall be vested exclusively in the holders of shares of the Class A Common Stock, the holders of shares of Class B Common Stock shall not have any voting power or be entitled to receive any notice of meetings of stockholders. In all other respects the designations, powers, preferences and rights and qualifications, limitations and restrictions thereof, of shares of "Class A Common Stock and Class B Common Stock shall be identical share for share."

3 Article Sixth ("provisions, if any") for the regulation of the internal affairs of the Corporation:

(a) actions by the shareholders pursuant to Rhode Island General Laws, (1956), as amended, §7-1.1-30.3(b) is hereby authorized.

(b) No director or stockholder undertaking to exercise the responsibilities of a director shall have personal liability to the corporation or its stockholders for monetary damages for breach of such director's or stockholder's duty as a director or, in the case of a stockholder, duty as a person undertaking to exercise the responsibilities of a director; provided that this provision shall not eliminate or limit the liability of such director or stockholder for: (i) any breach of such director's or stockholder's duty of loyalty to the corporation or its stockholders; (ii) acts or omissions not in good faith or which involved intentional misconduct or a knowing violation of law; (iii) liability imposed pursuant to the provisions of Rhode Island General Laws §7-1.1-43; or (iv) any transaction from which such director or stockholder derived an improper personal benefit (unless said transaction is permitted by Rhode Island General Laws §7-1.1-37.1)"

7. If the entity's purpose is changing complete the following section: *\*The new purpose should include ALL activity to be transacted in the State of Rhode Island.*

Check the box to indicate an attachment ☐

Check the box to indicate no change ☒

8. If adding or amending additional provisions, complete the following section:

See attachment 2

Check the box to indicate an attachment ☒

Check the box to indicate no change ☐

9. As required by RIGL 7-1.2-105, the entity has paid all fees and taxes.

10. Date when these Articles of Amendment will be effective: **CHECK ONE BOX ONLY**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 90 days from the date of filing) \_\_\_\_\_

11. *Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.*

Type or Print Name of Authorized Officer of the Corporation

Barry C. James Sr President

Date

August 30 2024

Signature of Authorized Officer of the Corporation

Barry C James Pres



State of Rhode Island

**Department of State | Office of the Secretary of State**

**Gregg M. Amore**, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,  
hereby certify that this document, duly executed in accordance with the provisions  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

October 07, 2024 10:57 AM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore  
*Secretary of State*

