



State of Rhode Island
Department of State - Business Services Division

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STATE

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: 001752586	2. The name of the corporation is: RESH, 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 7-1.2 November 15, 2024 adopted the following amendment(s) to the Articles of Incorporation on:										
4. If the entity's name is changing, state the new name: Check the box to indicate no change ☒										
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; width: 35%;">Total Authorized Shares (Number of Shares)</th> <th style="text-align: left; width: 35%;">Class of Stock</th> <th style="text-align: left; width: 30%;">Par Value Per Share</th> </tr> </thead> <tbody> <tr> <td>1,000</td> <td>Class A-Voting Common</td> <td>\$0.00</td> </tr> <tr> <td>9,000</td> <td>Class B-Non-Voting Common</td> <td>\$0.00</td> </tr> </tbody> </table>		Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share	1,000	Class A-Voting Common	\$0.00	9,000	Class B-Non-Voting Common	\$0.00
Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share								
1,000	Class A-Voting Common	\$0.00								
9,000	Class B-Non-Voting Common	\$0.00								
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 7-1.2. ☐ State any provisions here (optional): Check the box to indicate an attachment See <u>Exhibit A</u>, attached hereto. Check the box to indicate no change ☐										
6. If the period of its duration is changing complete the following section: CHECK ONE BOX ONLY ☐ Perpetual (on-going) ☐ Date certain for dissolution _____ Check the box to indicate no change ☒										

MAIL TO:

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

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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:

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.*

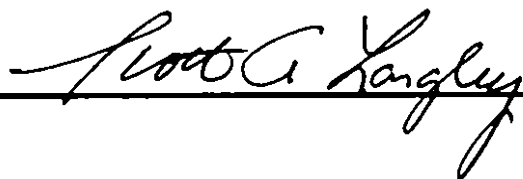
Type or Print Name of Authorized Officer of the Corporation

Date

Scott A. Langley

November 15, 2024

Signature of Authorized Officer of the Corporation



**EXHIBIT A
TO
ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
RESH, INC.**

1. The capitalization of the Corporation is hereby modified to convert the existing common stock of the Corporation to two classes of stock as follows: (i) Voting Common Stock designated as Class A Voting Common Stock which shall consist of 1,000 authorized shares; and (ii) Non-Voting Common Stock designated as Class B Non-Voting Common Stock which shall consist of 9,000 authorized shares. All voting rights of the shareholders of the Corporation shall be vested in the Class A Voting Common Stock.
2. To the extent that the Rhode Island Business Corporation Act (the "Act") requires a vote by all the shareholders of the Corporation, the number of votes of all of the shareholders holding Class A Voting Common Stock shall be one thousand (1,000). The total number of votes of the shareholders holding Class A Voting Common Stock shall be allocated among such shareholder in accordance with their percentage interests in the Class A Voting Common Stock.
3. To the extent that the Act requires a vote by all the shareholders of the Corporation, any vote by the shareholders holding Class B Non-Voting Common Stock on matters upon which shareholders are entitled to vote, except as otherwise required by law, will be together with the shareholders holding Class A Voting Common Stock, as a single class and not as a separate class, and each shareholders holding Class B Non-Voting Common Stock shall have one (1) vote for every ten (10) shares of Class B Non-Voting Common Stock owned by such shareholder; provided however, that there shall be no fractional votes, and no rounding of fractional votes to the nearest whole number. For example, a shareholder owning sixty-five (65) shares of Class B Non-Voting Common Stock would be entitled to six (6) votes on a matter on which the shareholders holding Class A Voting Common Stock and the shareholders holding Class B Non-Voting Common Stock, voting as a single class, are entitled to vote.
4. Except as Set forth in sections 1, 2, and 3 above, the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall have the same terms, rights, preferences and limitations.



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:

November 15, 2024 01:12 PM

A handwritten signature in black ink, reading "Gregg M. Amore".

Gregg M. Amore
Secretary of State

