



State of Rhode Island  
Department of State - Business Services Division

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## 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:<br><br><b>001712008</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 2. The name of the corporation is:<br><br><b>Northeast Beverage Corp. of Rhode Island</b> |                                               |                |                     |              |                            |                 |               |                                |                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------------|----------------|---------------------|--------------|----------------------------|-----------------|---------------|--------------------------------|-----------------|
| 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 <u>RIGL 7-1.2</u> July 18, 2025 adopted the following amendment(s) to the Articles of Incorporation on:                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |
| 4. If the entity's name is changing, state the new name:<br><br><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: <i>*List ALL authorized shares as of this amendment.</i> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 35%;">Total Authorized Shares<br/>(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><u>1,000</u></td> <td><u>Voting Common Stock</u></td> <td><u>\$100.00</u></td> </tr> <tr> <td><u>99,000</u></td> <td><u>Non-Voting Common Stock</u></td> <td><u>\$100.00</u></td> </tr> </tbody> </table> |                                                                                           | Total Authorized Shares<br>(Number of Shares) | Class of Stock | Par Value Per Share | <u>1,000</u> | <u>Voting Common Stock</u> | <u>\$100.00</u> | <u>99,000</u> | <u>Non-Voting Common Stock</u> | <u>\$100.00</u> |
| Total Authorized Shares<br>(Number of Shares)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Class of Stock                                                                            | Par Value Per Share                           |                |                     |              |                            |                 |               |                                |                 |
| <u>1,000</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <u>Voting Common Stock</u>                                                                | <u>\$100.00</u>                               |                |                     |              |                            |                 |               |                                |                 |
| <u>99,000</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <u>Non-Voting Common Stock</u>                                                            | <u>\$100.00</u>                               |                |                     |              |                            |                 |               |                                |                 |
| 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 <u>RIGL 7-1.2</u> .<br>State any provisions here (optional): <div style="text-align: right;">Check the box to indicate an attachment <input checked="" type="checkbox"/></div>                                                                                                                                                                                                                                                    |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |
| Check the box to indicate no change <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |
| 6. If the period of its duration is changing complete the following section: <b>CHECK ONE BOX ONLY</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |
| <input type="checkbox"/> Perpetual (on-going)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |
| <input type="checkbox"/> Date certain for dissolution _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |
| Check the box to indicate no change <input checked="" type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                           |                                               |                |                     |              |                            |                 |               |                                |                 |

### 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)

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(CB)

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

Kenneth J. Mancini

Date

July 18, 2025

Signature of Authorized Officer of the Corporation

*Kenneth J. Mancini*

FD2CFD19AF53464

**ATTACHMENT TO ARTICLES OF AMENDMENT**  
**FOR**  
**NORTHEAST BEVERAGE CORP. OF RHODE ISLAND**

ID Number: 001712008

*5. Statement of Designations; Power, Preferences and Rights; and Qualifications, Limitations and Restrictions*

Voting and Non-Voting Common Stock shall have the same rights and privileges for all purposes, including participation in dividends or in the distribution of assets upon the voluntary or involuntary liquidation, dissolution or winding up of the Corporation or upon the merger or consolidation of the Corporation except that the holders of Voting Common Stock shall have the sole voting power for the election of directors of the Corporation and for the approval of all corporate actions and other matters with respect to which a vote of shareholders is required or obtained, and holders of Non-Voting Common Stock shall have no right, except insofar as otherwise expressly mandated by then-applicable law, to vote on any such matters.

8.

*Article I shall be updated as follows:*

The name of the corporation is Northeast Beverage Corp. of Rhode Island. This is a close corporation pursuant to R.I.G.L. §7-1.2-1701 of the General Laws, 1956, as amended.

*A new Article VIII is added as follows:*

*Majority Vote.* Action pursuant to R.I.G.L. §7-1.2-707 is hereby authorized. Without limiting the foregoing, except for actions pursuant to R.I.G.L. §7-1.2-1002 or §7-1.2-1102, any action required or permitted to be taken at a meeting of shareholders may be taken without a meeting upon the written consent of less than all the shareholders entitled to vote on the action, if shareholders who consent would be entitled to cast at least the minimum number of votes that would be required to take the action at a meeting at which all shareholders entitled to vote on the action are present and voting in person or by proxy. Prompt notice of any such action must be given to all shareholders who would have been entitled to vote upon the action if the meeting were held.



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:

July 24, 2025 03:49 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is fluid and cursive, with the first letters of each word being capitalized and prominent.

Gregg M. Amore  
*Secretary of State*

