

Filing Fee: \$50.00

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is The Pew Charitable Trusts
- It is incorporated under the laws of Pennsylvania
- The date of its incorporation is November 13, 2002
- The address of its principal office in the state or country under the laws of which it is incorporated is:
One Commerce Square, 2005 Market Street, Suite 1700, Philadelphia, PA 19103
- The address of its proposed registered office in Rhode Island is 21 Hall Street
(Street Address, not P.O. Box)
Warwick, RI 02818 and the name of its proposed registered agent in
(City/Town) (Zip Code)
Rhode Island at that address is Rachel Hopkins
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
Charitable grantmaking and operations

FILED 9:03
AUG 08 2008
By [Signature] 65309

7. The names and respective addresses of its directors and officers are:

	<u>NAME</u>	<u>ADDRESS</u>
Director	See attached list	
Director		
Director		
President	Rebecca W. Rimel	2005 Market St., Suite 1700, Phila., PA 19103
Vice President	n/a	
Treasurer	Henry B. Bernstein	2005 Market Street, Suite 1700, Phila., PA 19103
Secretary	Michael J. Dahl	2005 Market Street, Suite 1700, Phila., PA 19103

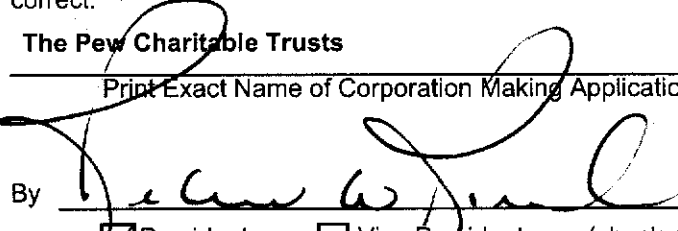
8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

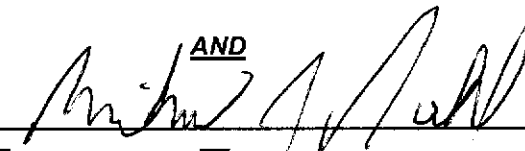
Under penalty of perjury, we declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 8/6/08

The Pew Charitable Trusts

Print Exact Name of Corporation Making Application

By 
 President or Vice President (check one)

By  ^{AND}
 Secretary or Assistant Secretary (check one)

THE PEW CHARITABLE TRUSTS BOARD OF DIRECTORS

Robert H. Campbell (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Susan W. Catherwood (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Gloria Twine Chisum (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Aristides W. Georgantas (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

J. Howard Pew, II (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

J.N. Pew, IV, M.D. (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

R. Anderson Pew (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Sandy Pew (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Robert G. Williams (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Ethel Benson Wister (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Rebecca W. Rimel (President & Director)
The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

Mary Catharine Pew, M.D. (Director)
c/o The Pew Charitable Trusts
One Commerce Square
2005 Market Street, Suite 1700
Philadelphia, PA 19103

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JULY 23, 2008

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

THE PEW CHARITABLE TRUSTS

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania

do hereby certify that the foregoing and annexed is a true and correct

copy of

ARTICLES OF INCORPORATION-NON-PROFIT filed on November 13, 2002,
Articles of Merger/Consolidation filed on January 2, 2008,
ARTICLES OF AMENDMENT-NONPROFIT filed on April 9, 2008

which appear of record in this department.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Pedro A. Cortés

Secretary of the Commonwealth

~~CONFIDENTIAL~~ WEALTH OF PENNSYLVANIA
DEPARTMENT OF BANKING
333 Market Street, 16th Floor
Harrisburg, PA 17101-2290

OCT 1 2002

September 30, 2002

Ms. Pamela Bishop
Legal Assistant
DECHERT PRICE & RHOADS
30 North Third Street
Harrisburg, PA 17101-1603

Dear Ms. Bishop:

This will advise you that the Department of Banking does not object to the use of the name "The Pew Charitable Trusts."

It is understood that the applicant will not engage or represent to be engaged in any type of financial business, which would include but not be limited to the taking of deposits, making of loans, acting as a fiduciary, or the business of banking in general.

The Department's position is based on the facts, conditions, and representations made in your letter dated September 25, 2002. Any changes in these facts, conditions, or representations could result in a reversal of the Department's position.

Very truly yours,

Donna J. Metcalfe

Donna J. Metcalfe
Administrator-Bureau of
Supervision & Enforcement

2002095-1333

NOV 13 2002
Filed in the Department of
State on

C. Michael Stewart
Secretary of the Commonwealth

3105890

**COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU**

**ARTICLES OF INCORPORATION OF
THE PEW CHARITABLE TRUSTS**

In compliance with the requirements of 15 Pa.C.S. section 5306, the undersigned, desiring to incorporate a nonprofit corporation, hereby certify that:

1. The name of the corporation is: The Pew Charitable Trusts.
2. The address of the corporation's initial registered office is One Commerce Square, 2005 Market Street, Suite 1700, Philadelphia, Pennsylvania 19103-7077.
3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code (the "Code"), including without limitation (1) receiving grants and contributions from The Pew Memorial Trust, J. Howard Pew Freedom Trust, Mabel Pew Myrin Trust, J.N. Pew, Jr. Charitable Trust, Medical Trust, Mary Anderson Trust, and The Knollbrook Trust, (2) supplementing and expanding such funding by developing projects and initiatives that attract gifts, grants and contributions from the public, foundations, businesses and other sources, and (3) making grants to other organizations, agencies or individuals as well as directly planning and conducting projects and initiatives that carry out the corporation's religious, charitable, scientific, literary and educational purposes.
4. The corporation may engage in all activities consistent with its purposes set forth in article 3 above, subject to the following restrictions:
 - a. The corporation shall not lobby, carry on propaganda or otherwise attempt to influence legislation except to the extent permitted under the Code;
 - b. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office;

- c. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise, and no part of its net earnings shall inure to the benefit of its officers, trustees, members or other private persons, except that the corporation may pay reasonable amounts for goods and services provided to it and make payments in furtherance of the purposes set forth in article 3; and
- d. The corporation shall not carry on any activity not permitted to be carried on by an organization (i) that is exempt from federal income tax under section 501(c)(3) of the Code and (ii) contributions to which are deductible under sections 170, 2055 and 2522 of the Code.

5. The term for which the corporation is to exist is perpetual.

6. The corporation is organized on a non-stock basis.

7. The corporation shall have members as provided in its bylaws.

8. Upon the dissolution of the corporation, its net assets shall be distributed for such charitable, scientific and educational purposes within the meaning of section 501(c)(3) of the Code as the board of trustees shall select. The surplus funds of the corporation are prohibited from being used for private inurement to any person in the event of a sale or dissolution of the corporation.

9. The name and address of the incorporators are:

Arthur E. Pew, III

2515 Manitou Island
White Bear Lake, MN 55110

J. Howard Pew, II

4735 Highway #3
Marriott's Cove
Chester, Nova Scotia
Canada BOJ 1J0

J. N. Pew 3rd

701 Merion Square Road
Gladwyne, PA 19035

J. N. Pew, IV, M.D.

482 Memorial Highway
Fleetwood, PA 19522

2002095-1335

R. Anderson Pew

916 Muirfield Road
Bryn Mawr, PA 19010

Richard F. Pew

North Ridge Ranch
28500 Rocky Mountain Road
Belgrade, MT 59714

Ethel Benson Wister

2175 Buttonwood Road
Berwyn, PA 19312


Susan W. Catherwood


622 Rose Lane
Bryn Mawr, PA 19010

Thomas Langfitt, M.D.


260 Beech Hill Road
Wynnewood, PA 19096


IN TESTIMONY WHEREOF, the incorporator has signed and sealed
these Articles of Incorporation on the _____ day of _____, 2002.



Arthur E. Pew, III

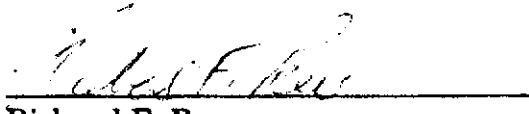

J. Howard Pew, II

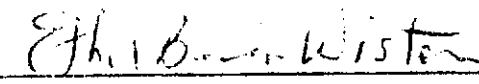
Certification#: 7525959-1 Page 4 of 16

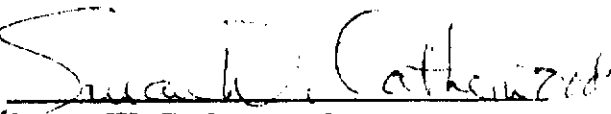

J. N. Pew, 3rd

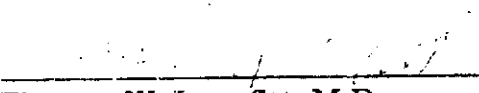

J. N. Pew, IV, M.D.


R Anderson Pew


Richard F. Pew


Ethel Benson Wister


Susan W, Catherwood


Thomas W. Langfitt, M.D.

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

Articles/Certificate of Merger
(15 Pa.C.S.)

- Domestic Business Corporation (§ 1926)
 Domestic Nonprofit Corporation (§ 5926)
 Limited Partnership (§ 8547)

Name			
Address CT CORP-COUNTER			
City	State	Zip Code	

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
ARTICLES OF MERGER-NONPROFIT 7 Page(s)



Fee: \$150 plus \$40 additional for each Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
The Pew Charitable Trusts

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County
1 Commerce Sq., 2005 Market St., Ste. 1700, Philadelphia, PA 19103 Philadelphia

(b) Name of Commercial Registered Office Provider County
c/o

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County
c/o

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street City State Zip

2008 JAN -2 AM 11: 14
DA DEPT. OF STATE

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
------	---------------------------	---------------------------------------	--------

National Environmental Trust - nonqualified			

4. Check, and if appropriate complete, one of the following:

The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

The plan of merger shall be effective on: _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
------	--------------------

The Pew Charitable Trusts - Adopted by the directors and members pursuant to 15 Pa. C.S. Sec 5924(a)	

6. Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger.

The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is.

Number and street	City	State	Zip	County
-------------------	------	-------	-----	--------

IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

26th day of December

2007

The Pew Charitable Trusts

Name of Corporation/Limited Partnership

[Handwritten Signature]

Signature

Secretary

Title

National Environmental Trust

Name of Corporation/Limited Partnership

[Handwritten Signature]

Signature

Secretary

Title

EXHIBIT A

**PLAN OF MERGER
FOR THE MERGER OF
THE PEW CHARITABLE TRUSTS
AND
THE NATIONAL ENVIRONMENTAL TRUST**

THIS PLAN OF MERGER, sets forth the terms by which the National Environmental Trust, a District of Columbia nonprofit corporation ("NET") will be merged with and into The Pew Charitable Trusts, a Pennsylvania nonprofit corporation ("Pew").

ARTICLE 1

THE MERGER

1.1 The Merger. At the Effective Time (as defined below) and in accordance with the applicable provisions of the Pennsylvania Nonprofit Corporation Law of 1988 (the "PA Law") and the District of Columbia Nonprofit Corporation Act (the "DC Act"), NET shall be merged with and into Pew and the separate existence of NET shall thereupon cease. Pew as the surviving corporation after the Merger is hereinafter sometimes referred to as the "Combined Corporation". The Combined Corporation shall continue to be a Pennsylvania nonprofit corporation, subject to the PA Law.

1.2 Effective Time of the Merger. The Merger shall be consummated by filing properly executed articles of merger (the "Articles") with the Commonwealth of Pennsylvania and the District of Columbia, respectively, on or about the Closing (as defined below). The Merger shall become effective (the "Effective Time") at the latest to occur of (a) the time such Articles are accepted for filing by the Commonwealth of Pennsylvania and the District of Columbia, or (b) such other time as may be specified in the Articles.

1.3 Effect of the Merger. At and after the Effective Time, the effect of the Merger shall be as provided in this Plan and the applicable provisions of the PA Law and the DC Act. Without limiting the generality of the foregoing, at the Effective Time, all of the property, rights, privileges, powers and franchises of NET shall vest in the Combined Corporation, and all debts, liabilities and duties of NET shall become the debts, liabilities and duties of the Combined Corporation.

1.4 Closing. The consummation of the Merger (the "Closing") will take place as promptly as practicable after the last to occur of the satisfaction or waiver of all the conditions to the obligations of the parties to effect the Merger, but in no event later than the fifth Business Day thereafter, at such time and in such manner as agreed to in writing by the parties (the "Closing Date").

1.5 Insurance. Prior to the Closing, NET shall obtain Extended Reporting Period directors' and officers' insurance ("D&O") coverage ("Tail Coverage"), in amounts up to \$5 million, for all NET officers and directors who served prior to the day of the Closing ("NET Directors") for a term of six years after the Closing. Pew will use its reasonable best efforts to name all past NET Directors as insureds under all of Pew's D&O insurance policies effective on or before the expiration of the Tail Coverage for a term of six years after the expiration of the Tail Coverage.

1.6 Further Assurances. Each party will execute such further documents and instruments and take such further actions as may be requested by the other to consummate the Merger, to vest the Combined Corporation with full title to all assets, properties, rights, approvals, immunities and franchises of NET or to effect any other purpose of this Plan.

ARTICLE 2

ORGANIZATION

2.1 Articles of Incorporation. From and after the Effective Time, the articles of incorporation of Pew as in effect immediately prior to the Merger shall be the articles of incorporation of the Combined Corporation.

2.2 Bylaws. From and after the Effective Time, the bylaws of Pew as in effect immediately prior to the Merger shall be the bylaws of the Combined Corporation.

2.3 Directors. From and after the Effective Time, the Board of Directors of the Combined Corporation shall consist of the directors of Pew serving immediately prior to the Effective Time.

2.4 Officers. From and after the Effective Time, the officers of the Combined Corporation shall consist of the officers of Pew in office immediately prior to the Effective Time.

2.5 Executive Leadership. From and after the Effective Time, the executive leadership of the Combined Corporation shall consist of the individuals serving as the executive leadership of Pew immediately prior to the Effective Time.

2.6 Members. From and after the Effective Time, the members of the Combined Corporation shall consist of the members of Pew immediately prior to the Effective Time.

Entity #: 3105890
Date Filed: 04/09/2008
Pedro A. Cortés
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)

- Business Corporation (§ 1915)
 Nonprofit Corporation (§ 5915)

M. BURR KEIM COMPANY
COUNTER PICK-UP

Document will be returned to the
name and address you enter to
the left.



Commonwealth of Pennsylvania
ARTICLES OF AMENDMENT-NONPROFIT 7 Page(s)



Fee: \$70

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned,
desiring to amend its articles, hereby states that:

1. The name of the corporation is:
The Pew Charitable Trusts

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its
commercial registered office provider and the county of venue is (the Department is hereby authorized to
correct the following information to conform to the records of the Department):
(a) Number and Street City State Zip County
One Commerce Sq., 2005 Market St., Ste. 1700, Philadelphia, PA 19103-7077 Philadelphia
(b) Name of Commercial Registered Office Provider County
c/o

Certification#: 7525959-1 Page 11 of 16

3. The statute by or under which it was incorporated: 15 Pa.C.S. Section 5306

4. The date of its incorporation: 11/13/2002

5. Check, and if appropriate complete, one of the following:

- The amendment shall be effective upon filing these Articles of Amendment in the Department of State.
 The amendment shall be effective on: _____ at _____
Date Hour

2008 APR -9 PM 4: 38
PA. DEPT. OF STATE

6. Check one of the following:

The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

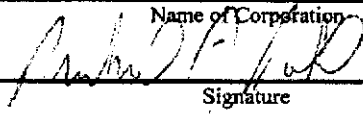
IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

8th day of April

2008

The Pew Charitable Trusts

Name of Corporation



Signature

Secretary

Title

EXHIBIT A

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE PEW CHARITABLE TRUSTS

In compliance with the requirements of 15 Pa.C.S. section 5306, the undersigned, desiring to incorporate a nonprofit corporation, hereby certify that:

1. The name of the corporation is: The Pew Charitable Trusts.
2. The address of the corporation's initial registered office is One Commerce Square, 2005 Market Street, Suite 1700, Philadelphia, Pennsylvania 19103-7077.
3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code (the "Code"), including without limitation (1) receiving grants and contributions from The Pew Memorial Trust, J. Howard Pew Freedom Trust, Mabel Pew Myrin Trust, J.N. Pew, Jr. Charitable Trust, Medical Trust, Mary Anderson Trust, and The Knollbrook Trust, (2) supplementing and expanding such funding by developing projects and initiatives that attract gifts, grants and contributions from the public, foundations, businesses and other sources, and (3) making grants to other organizations, agencies or individuals as well as directly planning and conducting projects and initiatives that carry out the corporation's religious, charitable, scientific, literary and educational purposes.
4. The corporation may engage in all activities consistent with its purposes set forth in article 3 above, subject to the following restrictions:
 - a. The corporation shall not lobby, carry on propaganda or otherwise attempt to influence legislation except to the extent permitted under the Code;
 - b. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office;

- c. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise, and no part of its net earnings shall inure to the benefit of its officers, trustees, members or other private persons, except that the corporation may pay reasonable amounts for goods and services provided to it and make payments in furtherance of the purposes set forth in article 3; and
 - d. The corporation shall not carry on any activity not permitted to be carried on by an organization (i) that is exempt from federal income tax under section 501(c)(3) of the Code and (ii) contributions to which are deductible under sections 170, 2055 and 2522 of the Code.
5. The term for which the corporation is to exist is perpetual.
 6. The corporation is organized on a non-stock basis.
 7. The corporation shall have no members.
 8. Upon the dissolution of the corporation, its net assets shall be distributed for such charitable, scientific and educational purposes within the meaning of section 501(c)(3) of the Code as the board of trustees shall select. The surplus funds of the corporation are prohibited from being used for private inurement to any person in the event of a sale or dissolution of the corporation.
 9. The name and address of the incorporators are:

Certification# 7525959-1 Page 15 of 16

Arthur E. Pew, III	2515 Manitou Island White Bear Lake, MN 55110
J. Howard Pew, II	4735 Highway #3 Marriott's Cove Chester, Nova Scotia Canada BOJ 1J0
J. N. Pew 3 rd	701 Merion Square Road Gladwyne, PA 19035
J. N. Pew, IV, M.D.	482 Memorial Highway Fleetwood, PA 19522

R. Anderson Pew

916 Muirfield Road
Bryn Mawr, PA 19010

Richard F. Pew

North Ridge Ranch
28500 Rocky Mountain Road
Belgrade, MT 59714

Ethel Benson Wister

2175 Buttonwood Road
Berywn, PA 19312

Susan W. Catherwood

622 Rose Lane
Bryn Mawr, PA 19010

Thomas Langfitt, M.D.

260 Beech Hill Road
Wynnewood, PA 19096



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, 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:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

