



FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 8,000 shares of common stock, \$.01 par value per share  
(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

or

~~(b) *If more than one class:* Total number of shares .....~~

~~(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)~~

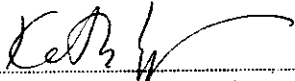
FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase or otherwise acquire any shares of any class of stock of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of stock of the corporation or for the purchase of any shares, bonds, securities or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase or otherwise acquire, shares of any class of stock of the corporation; and any and all of such shares, bonds, securities or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.



Massachusetts  
STATE OF ~~Rhode Island~~ } In the City of Boston  
COUNTY OF Suffolk } ~~Town~~  
in said county this 22nd day of December, A.D. 1986  
then personally appeared before me Harry Castleman

~~each and all~~ known to me and known by me to be the <sup>party</sup> ~~parties~~ executing the foregoing instrument, and they ~~severally~~ acknowledged said instrument by ~~them~~ <sup>him</sup> subscribed to be their free act and deed.  
his



Notary Public  
KENNETH INGBER  
NOTARY PUBLIC  
MY COMMISSION EXPIRES  
FEBRUARY 4, 1988

~~DEC 29 1986~~  
DEC 29 1986

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CHEK 110.00

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