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State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

DiLeonardo's Interiors, Inc.

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is DiLeonardo's Interiors, Inc.

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SECOND: The shareholders of the corporation on July 28, 19 86, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

That Articles FOURTH and FIFTH of the Articles of Incorporation of the Corporation are hereby amended in their entirety to read as follows:

"FOURTH. The aggregate number of shares which the Corporation shall have authority to issue is one hundred twenty thousand (120,000) shares of common stock with a par value of One Cent (\$.01) each.

FIFTH. The shareholders of the Corporation shall have no preemptive right to subscribe for, purchase, or otherwise acquire any shares of the common 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 the Corporation."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 420; and the number of shares entitled to vote thereon was 420.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares</u>
None	

FIFTH: The number of shares voted for such amendment was 420; and the number of shares voted against such amendment was 0.

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (if inapplicable, insert "none")

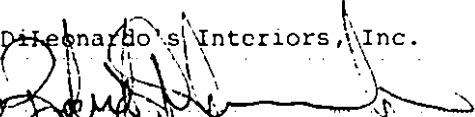
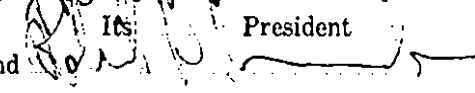
<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
None		

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (if no change, so state) Each share of common stock without par value issued and outstanding or held in the treasury of the Corporation immediately prior to the effective time of this Amendment shall by virtue of this Amendment and without any action on the part of the holder thereof, be converted into and reclassified as two hundred (200) shares of common stock, \$.01 par value. From and after the effective date of this Amendment, each holder of an outstanding certificate which prior thereto represented shares of validly issued and outstanding common stock without par value, upon surrender of the same to the Corporation, shall be entitled to receive in exchange therefor a certificate representing the number of shares of common stock \$.01 par value, into which the shares of common stock without par value represented by such certificate have been converted.

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (if no change, so state) No change in stated capital.

The action of the shareholders referred to in Article FIFTH above was taken in accordance with the provisions of Section 7-1.1-30.3 of the 1956 General Laws of Rhode Island, as amended, without a meeting pursuant to the written consent of the holders of four hundred twenty shares of the no par value Common Stock of the Corporation, said four hundred twenty shares being all of the outstanding shares of the Corporation at the time of the adoption of said Amendment.

Dated July 28, 19 86

DiLeonardo's Interiors, Inc.
 By  Its President
 and  Its Secretary

STATE OF RHODE ISLAND

COUNTY OF KENT

} Sc.

At Warwick in said county on this 28th day of
July, 19⁸⁶, personally appeared before me Robert J.
DiLeonardo, who, being by me first duly sworn, declared that he is the President
and Secretary of DiLeonardo's Interiors, Inc.

that he signed the foregoing document as President and Secretary of the
corporation, and that the statements therein contained are true.

Karen J. Heaney
Notary Public

Karen J. Heaney
My commission expires 6/30/91.

(NOTARIAL SEAL)

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