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AMD

Michael G. Adams
Kentucky Secretary of State
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**ARTICLES OF
AMENDMENT TO
ARTICLES OF INCORPORATION
OF
RICE WEALTH INC.**

Pursuant to KRS 271B.10-060, the undersigned Corporation hereby adopts the following Articles of Amendment to Articles of Incorporation.

1. **NAME.** The name of the Corporation is **RICE WEALTH INC.**
2. **AMENDMENT.** Item II of the Corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

"II.

The total number of shares that the Corporation is authorized to issue is one hundred (100) Class A Common Shares, without par value, and nine hundred (900) Class B Common Shares, without par value.

The voting powers, limitations, preferences and rights of each class of shares of the Corporation shall be as follows:

(a) Voting rights upon any and all matters shall be vested exclusively in the holders of the Class A Common Shares. Except as otherwise provided by law, the holders of the Class B Common Shares shall have no voting rights.

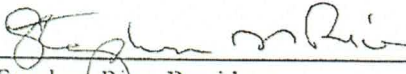
(b) Except as provided above with respect to voting rights, both classes of shares of the Corporation shall be without distinction as to powers, preferences and rights, and shall be entitled to receive, on a per share basis, the net assets of the Corporation upon dissolution.

3. **ADOPTION BY DIRECTORS.** These Articles of Amendment to Articles of Incorporation were adopted by the Corporation's Board of Directors by unanimous written consent on January 15, 2025, and submitted for approval by the Corporation's shareholders who approved these Articles of Amendment to Articles of Incorporation by unanimous written consent on January 15, 2025.

4. **ADOPTION BY SHAREHOLDERS.** The Corporation has outstanding one hundred (100) shares of Common Stock, no par value per share, each of which was entitled to one vote with respect to these Articles of Amendment to Articles of Incorporation. All one hundred (100) votes were cast for these Articles of Amendment to Articles of Incorporation, which number was sufficient for approval of these Articles of Amendment to Articles of Incorporation by the shareholders.

IN TESTIMONY WHEREOF, witness the signature of the undersigned, who is the President of the Corporation, on the 22 day of January, 2025.

RICE WEALTH INC.



Stephen Rice, President

Prepared by:

WILLIAM G. (JERRY) FOWLER II, PLLC

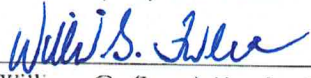
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