



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/24/2003	200335801430	DOMESTIC/AMENDED RESTATED ARTICLES (AMA)	1,625.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CORPORATION SERVICE COMPANY
ATTN: LISA VAIDO
887 SOUTH HIGH STREET
COLUMBUS, OH 43206

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

210991

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

THE HOME CITY ICE COMPANY

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDED RESTATED ARTICLES

Document No(s):

200335801430



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 24th day of December,
A.D. 2003.

J. Kenneth Blackwell
Ohio Secretary of State

12-22-03

14:36

From-GRAYDON HEAD & RICHEY LLP

T-301 P.002/004 F-867

Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos

e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Mail Form to one of the Following:

☒ Yes PO Box 1390
Columbus, OH 43216
*** Requires an additional fee of \$100 ***

☐ No PO Box 1028
Columbus, OH 43216

**Certificate of Amendment by
Shareholders or Members
(Domestic)
Filing Fee \$50.00**

(CHECK ONLY ONE (1) BOX)**(1) Domestic for Profit**
☒ Amended
(122-AMAP)
PLEASE READ INSTRUCTIONS
☐ Amendment
(125-AMDS)
(2) Domestic Non-Profit
☐ Amended
(126-AMAN)

☐ Amendment
(128-AMD)
Complete the general information in this section for the box checked above.Name of Corporation The Home City Ice CompanyCharter Number 210991Name of Officer Patrick J. SedlerTitle Secretary
☒ Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

☒ A meeting of the ☒ shareholders ☐ directors (*non-profit amended articles only*)

☐ members was duly called and held on December 19, 2003
(Date)

at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative vote was cast which entitled them to exercise 100 % as the voting power of the corporation.

☐ In a writing signed by all of the ☐ shareholders ☐ directors (*non-profit amended articles only*)

☐ members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the articles of regulations or bylaws permit.
Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede and take the place of the existing articles of incorporation and all amendments thereto.

12-22-03 14:36 From-GRAYDON HEAD & RICHEY LLP

T-301 P.003/004 F-867

All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: The Home City Ice Company

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

Cincinnati

(city, village or township)

Hamilton

(county)

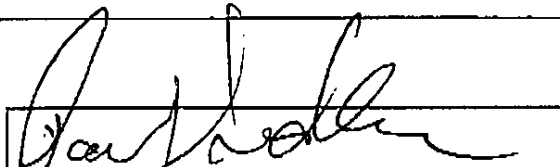
THIRD: The purposes of the corporation are as follows:

The purpose for which the corporation is formed is to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.

FOURTH: The number of shares which the corporation is authorized to have outstanding is: see attached
(Does not apply to box (2))

REQUIRED

Must be authenticated
(signed) by an authorized
representative
(See Instructions)



Authorized Representative

Patrick J. Sedler

(Print Name)

12/19/03

Date



Authorized Representative

(Print Name)

Date

12-22-03

14:36

From-GRAYDON HEAD & RICHEY LLP

T-301

P.004/004

F-867

EXHIBIT A

- FOURTH: (a) The number of shares which the Corporation is authorized to have outstanding is 105,000, of which 5,000 shares shall be Class A voting common stock without par value, and of which 100,000 shall be Class B non-voting common stock without par value.
- (b) Holders of Class A and Class B shares shall participate equally in the same amount per share in all dividends and in any distribution of assets made upon the liquidation, dissolution or winding up of the Corporation or otherwise.
- (c) Except as otherwise required by the laws of the State of Ohio, the holders of the Class A common shares shall exclusively possess all voting powers for the election of Directors, and for all other purposes, and the holders of the Class B common shares shall have no voting power, and no holder thereof shall vote thereon or be entitled to receive notice of any meeting of the stockholders.
- (d) Upon the filing of this Amended and Restated Articles of Incorporation with the Ohio Secretary of State, each of the then issued and outstanding shares of common stock of the Corporation shall be automatically deemed converted into and exchanged for an equal number of shares of Class A common stock.
- FIFTH: The amount of capital with which the corporation will begin business is TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00).
- SIXTH: The Board of Directors shall have the right, without action by the shareholders (a) to fix, determine and vary the amount of stated capital of the corporation; (b) to determine whether any, and if any, what part, of the surplus of the corporation, however created or arising, shall be used, disposed of, or declared in dividends or paid to the shareholders; and (c) to use and apply the surplus of the corporation or any part thereof, at any time or from time to time, in the purchase or acquisition of its own shares at such price and upon such terms as may be agreed upon by the corporation and the holder thereof.