



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
12/11/2009	200934400688	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	362.50	100.00	.00	.00	.00

Receipt

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

SAIS CORP.
7222 DAY AVENUE SW
NAVARRE, OH 44662

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

848882

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

THE SCHROER GROUP, INC.

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

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):

200934400688



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 10th day of December,
A.D. 2009.

Ohio Secretary of State

**Prescribed by:**

The Ohio Secretary of State
 Central Ohio: (614) 466-3910
 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us

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

Expedite this Form: (Select One)

- ☒ Yes PO Box 1390
 Columbus, OH 43216
 *** Requires an additional fee of \$100 ***
- ☐ No PO Box 1329
 Columbus, OH 43216

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

RECEIVED DEC 10 AM 10:14

(CHECK ONLY ONE (1) BOX)

(1) Domestic for Profit ☐ Amended (122-AMAP) ☒ Amendment (125-AMDS)	(2) Domestic Nonprofit ☐ Amended (126-AMAN) ☐ Amendment (128-AMD)
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Complete the general information in this section for the box checked above.

Name of Corporation The Schroer Group, Inc.

Charter Number 848882

Name of Officer John D. Goodman

Title VP, General Counsel & Corporate Secretary

☒ Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

☐ A meeting of the ☐ shareholders ☐ directors (*nonprofit only*)

☐ members was duly called and held on _____
 (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 _____ % as the voting power of the corporation.

☒ In a writing signed by all of the ☒ shareholders ☐ directors (*nonprofit 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.

**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: _____

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

(city, village or township)

(county)

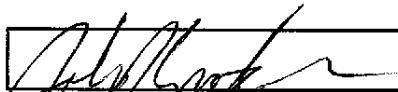
THIRD: The purposes of the corporation are as follows:

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

REQUIRED

Must be authenticated
(signed) by an authorized
representative

(See Instructions)



Authorized Representative

John D. Goodman

(Print Name)

VP, General Counsel & Corporate Secretary

12/9/2009

Date

Authorized Representative

(Print Name)

Date

**ATTACHED ADDITIONAL PROVISIONS
TO
CERTIFICATE OF AMENDMENT BY SHAREHOLDERS (FORM 541)**

FOURTH: The number of shares which the corporation is authorized to have outstanding is 6,750, of which 750 shares shall be a separate class designated as Class A Voting Common Stock, and 6,000 shares shall be a separate class designated as Class B Nonvoting Common Stock.