



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
07/23/2021	202120402696	AMENDMENT TO ARTICLES (AMD)	50.00	300.00	0.00	0.00

Receipt

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

THRASHER DINSMORE AND DOLAN
100 7TH AVENUE
SUITE 150
CHARDON, OH 44024

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
CP10239

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
CLEVELAND GUARDIANS BASEBALL COMPANY, INC.

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

Document(s)

AMENDMENT TO ARTICLES

Document No(s):

202120402696

Effective Date: **07/23/2021**



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
23rd day of July, A.D. 2021.

Ohio Secretary of State

Form 540 Prescribed by:



Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

OhioSoS.gov | business@OhioSoS.govFile online or for more information: OhioBusinessCentral.gov

Certificate of Amendment (For-Profit, Domestic Corporation)

Filing Fee: \$50

Form Must Be Typed

Check appropriate box:

☒ Amendment to existing Articles of Incorporation (125-AMDS)

☐ Amended and Restated Articles (122-AMAP) - The following articles supersede the existing articles and all amendments thereto.

Complete the following information:

Name of Corporation CLEVELAND INDIANS BASEBALL COMPANY, INC.

Charter Number CP10239

Check one box below and provide information as required:

☐ The articles are hereby amended by the **Incorporators**. Pursuant to Ohio Revised Code section 1701.70 (A), incorporators may adopt an amendment to the articles by a writing signed by them if initial directors are not named in the articles or elected and before subscriptions to shares have been received.

☐ The articles are hereby amended by the **Directors**. Pursuant to Ohio Revised Code section 1701.70(A), directors may adopt amendments if initial directors were named in articles or elected, but subscriptions to shares have not been received. Also, Ohio Revised Code section 1701.70(B) sets forth additional cases in which directors may adopt an amendment to the articles.

The resolution was adopted pursuant to Ohio Revised Code section 1701.70(B)
(In this space insert the number 1 through 10 to provide basis for adoption.)

☒ The articles are hereby amended by the **Shareholders** pursuant to Ohio Revised Code section 1701.71.

☐ The articles are hereby amended and restated pursuant to Ohio Revised Code section 1701.72.

If you are amending the total number of shares, please complete this box so the appropriate filing fee is charged.

Total number of shares previously listed in the Articles or other Amendments with the Ohio Secretary of State:

With the submission of this amendment, NEW total number of shares:

A copy of the resolution of amendment is attached to this document.

Note: If amended articles were adopted, they must set forth all provisions required in original articles except that articles amended by directors or shareholders need not contain any statement with respect to initial stated capital. See Ohio Revised Code section 1701.04 for required provisions.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Must be signed by all incorporators, if amended by incorporators, or an authorized officer if amended by directors or shareholders, pursuant to Ohio Revised Code section 1701.73(B) and (C).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

/s/ Joseph R. Znidarsic

Signature

Authorized Representative

By (if applicable)

Joseph R. Znidarsic, Esq.

Print Name

Signature

By (if applicable)

Print Name

CLEVELAND INDIANS BASEBALL COMPANY, INC.

The following Resolutions were adopted on July 22, 2021, by the Shareholders of Cleveland Indians Baseball Company, Inc., an Ohio corporation (the “Corporation”):

RESOLVED, that the Articles of Incorporation of the Corporation be amended as follows:

First: The name of the Corporation shall be Cleveland Guardians Baseball Company, Inc.

RESOLVED FURTHER, that any officer of the Corporation be and hereby is authorized and empowered, for and on behalf of the Corporation, to do and perform such other acts and things and to make, execute, deliver, file and record such other agreements, instruments, certificates and documents, including amendments thereof, and to pay such fees, costs and expenses, as may in such officer’s judgment be necessary or appropriate to carry out and comply with, or evidence compliance with, the terms, conditions and provisions of these resolutions, the documents referenced herein, and such other agreements, documents and instruments as may be delivered by the Corporation in connection therewith; and

RESOLVED, FINALLY, that all of the acts performed, and the agreements, facilities, instruments, documents, schedules and certificates negotiated, executed, delivered or performed by any officer, for and on behalf of the Corporation, in connection with the actions described or referred to in these resolutions, whether heretofore or hereafter done or performed, which are in conformity with the intent and purposes of these resolutions, shall be, and the same hereby are, ratified, confirmed and approved in all respects.

Form 590 Prescribed by:



Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

OhioSoS.gov | business@OhioSoS.govFile online or for more information: OhioBusinessCentral.gov

Consent for Use of Similar Name

(To be filed with new business formation document or amendment to
change business name where a name conflict will occur.)

Form Must Be Typed

Name of Entity/Individual Giving Consent

Charter/Registration/License Number of Entity giving Consent

Gives it Consent To

To Use The Name

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Consent form must be signed by an authorized representative of the consenting entity.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.


Signature

Authorized Representative

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name