DOC ID ----> 5654_1469

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
11/06/96

05654-1469

CHARTER NUMBER: 311852
ROLL AND FRAME: 5654-1469

CORPORATION:

BRUNS BRUSH, INC.

DOCUMENT NUMBER	CODE	FEE
96091659801	AMD	60.00
	INC	NO FEE

035520

RETURN TO: COZZA AND STEUER
ATTN A B STEUER
1420 STANDARD BLDG
CLEVELAND OH 44113

TOTAL : 60.00

0020

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The State of Ohio

Bob Taft

Secretary of State

311852

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: AMD INC

of:

BRUNS BRUSH, INC.

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

Recorded on Roll 5654 at Frame 1471 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 30TH day of SEP ,

A.D. 19 96 .

Bob Taft

Bob Taft
Secretary of State

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Prescribed by
BOB TAFT, Secretary of State 05654-1471
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418

Charter No.	311852
Approved	MR
Date	9/30/96
Fee	60.00

96091659801

CERTIFICATE OF AMENDMENT BY SHAREHOLDERS TO THE ARTICLES OF INCORPORATION OF

Bruns Brush, Inc.
(Name of Corporation)

James Brundula, who is:

☐ Chairman of the Board ☐ President ☒ Vice President (Please check one.)

and William P. Brundula, who is:

☒ Secretary ☐ Assistant Secretary (Please check one.)

of the above named Ohio corporation organized for profit does hereby certify that: (Please check the appropriate box and complete the appropriate statements.)

☐ a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on _____, 19____ at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise _____ % of the voting power of the corporation.

☒ in a writing signed by all of the shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

See attached amendments re:
1. Authorization of Class B Stock
2. Change of address of principal office of company.

RECEIVED APR 10 1996 BOB TAFT SECRETARY OF STATE

RECEIVED SEP 30 1996 BOB TAFT SECRETARY OF STATE

RECEIVED SEP 13 1996 SECRETARY OF STATE

IN WITNESS WHEREOF, the above named officers, acting for and on the behalf of the corporation, have hereto subscribed their names this

2nd day of April, 1996.

By _____ (Chairman, President, Vice President)

By _____ (Secretary, Assistant Secretary)

NOTE: OHIO LAW DOES NOT PERMIT ONE OFFICER TO SIGN IN TWO CAPACITIES, TWO SEPARATE SIGNATURES ARE REQUIRED, EVEN IF THIS NECESSITATES THE ELECTION OF A SECOND OFFICER BEFORE THE FILING CAN BE MADE.

ISD FORM SHARE

DOC ID ----> 5654_1469

05654-1472

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF THE
BRUNS BRUSH, INC.

Rudolph F. Brundula, President and William P. Brundula, Secretary of the Bruns Brush, Inc., an Ohio Corporation, with its principal office located in Willoughby, Ohio, do hereby certify that by the unanimous consent action of the Board of Directors and the Shareholders of said corporation on the 23rd day of February, 1996, the following Resolutions amending the Articles of Incorporation were duly adopted:

RESOLVED: that the Articles of Incorporation of this corporation be and they are hereby amended by the striking out of all of Article A Fourth of such Articles of Incorporation which now reads as follows:

> Fourth: The authorized number of shares of the corporation shall be 250 all of which shall be without par value.

and inserting in place thereof:

> "Fourth: The authorized number of shares of all classes of the corporation shall be 500 all of which shall be without par values. The authorized shares shall be divided as follows:
>
> Class A - Common Stock Voting - 250 shares
> Class B - Common Stock Non-Voting - 250 shares
>
> All of the original 250 shares authorized by the corporation including 80 shares issued and outstanding and 170 shares unissued and/or treasury shares are hereby designated as Class A Common Stock Voting Shares.
>
> Class B Common Stock Non-Voting shares shall have identical rights to distribution of dividends and to other distribution and liquidation proceeds as Class A stock but Class B Stock voting rights shall be limited to election and/or revocation of the corporate S election pursuant to Internal Revenue Code Section 1316.

RESOLVED further that the President and Secretary of the Corporatin are authorized to execute the Certificate of Amendment to Articles of Incorporation and furnish same to the Secretary of the State of Ohio.

RECEIVED
SECRETARY OF STATE

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The basis for the adoption of this Amendment is the authorization to change the issued and unissued shares to provide for the issuance of Class A Common Stock Voting and the authorization for Class B Common Stock Non-Voting as provided for in RCS 1701.70(B)(4).

In witness whereof, Rudolph F. Brundula, President and William P. Brundula, Secretary of the Bruns Brush, Inc., acting for and on behalf of said corporation have hereunto subscribed their names this 23rd day of February, 1996.

Rudolph F. Brundula, President

William P. Brundula, Secretary

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Ohio Secretary of State Return Slip
Amendment/Amended articles

05654-1474

Arlene B. Steuer
Cozza and Steuer
1420 Standard Building
Cleveland, Ohio 44113

PURGED

SEP 30 1996

September 23, 1996

NOTE: THIS RETURN SLIP CREDITED IN THE AMOUNT OF $ 60 - MUST ACCOMPANY THE CORRECTED DOCUMENTS. COMPLETED DOCUMENTS MUST BE RETURNED WITHIN 30 DAYS OR A REFUND WILL BE ISSUED.

Re: Bruns Brush, Inc.

Document No. 96091659801

Additional Fee Required: $0

RECEIVED
SEP 30 1996
BOB TAFT
SECRETARY OF STATE

Dear Sir or Madam:

The enclosed documents are being returned unfiled for the following reason(s):

_____ 1. The corporation's name must appear at the top of the certificate exactly the same as in our records. Please see correct name above.

_____ 2. The certificate must be signed by 2 officers of the corporation. One signature must be that of the chairman of the board, president or vice-president and the second signature must be that of the secretary or assistant secretary. One individual may not sign in both capacities and, if necessary, an election or appointment must be made for this purpose.

_____ If the corporation has a close corporation agreement in effect, the enclosed Close Corporation Affidavit may be completed.

_____ 3. Our records indicate that the principal office is located in _____. However, the location given on the certificate is _____. If the location has been changed (to a different city or county), then an additional resolution must be adopted, changing the principal office location. Include the appropriate county.

_____ 4. Indicate what manner of adoption was used in passing the resolution to amend the Articles of Incorporation. If a meeting was held, include the percentage of the voting power that passed the resolution. A _____ vote is required.

_____ 5. The new name you have chosen is not available without the written consent of _____. You may contact the prior registrant at _____. If consent cannot be obtained, please contact this office before filing another _____ to e[illegible] that the alternate name is available.

_____ 6. The corporation must submit its Form 7 (Annual Statement of Proportion of Capital Stock) for the year(s) _____. The Form 7 should reflect corporate activities in Ohio during the previous year. The forms are enclosed.

_____ 7. We are unable to accept photostat copies. Original documents and signatures are required.

_____ 8. When a corporation is amending its articles of incorporation in its entirety, the certificate must contain a superceding clause stating that the adopted amended articles of incorporation shall supercede the existing articles of incorporation and amendments thereto.

_____ 9. The corporation was cancelled by the Ohio Department of Taxation on _____. Before filing the amendment/amended articles, you must obtain a D-3 (Certificate of Reinstatement) from the Ohio Department of Taxation (1030 Freeway Drive North, Columbus, Ohio 43229, (614) 433-7636). The D-3 must then be filed with the Secretary of State, together with a $10.00 filing fee in addition to the amendment documents.

_____ 10. Your non-profit corporation was cancelled on _____ for failure to file its statement of continued existence. Please fill out the enclosed Application for Reinstatement, submit a $10.00 filing fee, and return all the enclosed amendment documents.

_____ 11. The corporation's articles were cancelled on _____ for failure to file the Professional Annual Shareholders Reports. Before the filing the Amendment/Amended Articles, you m[illegible] complete th[illegible] Appl[illegible] for