

A365 1512

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Number 111420

AMENDMENT
OF

THE Roll - O Order

Filed in the office of the Secretary of State
at Columbia, S.C. on the 1st day
of June, A.D. 1911
and recorded in Volume 282, page 86.
of the records of the Department.

Secretary of State

CERTIFICATE OF AMENDED ARTICLES OF INCORPORATION
OF

THE ROLL-O RADIO COMPANY.

A365 1513

Roland R. Bollman, President, and Joe J. Marx, Secretary, of The Roll-O Radio Company, an Ohio corporation, do hereby certify that by a writing dated May 26, 1931, signed by all of the holders of shares of The Roll-O Radio Company, the following resolution of amendment to articles of incorporation of said company was adopted:

"RESOLVED, that the Articles of Incorporation of The Roll-O Radio Company be amended and that new amended Articles of Incorporation be adopted, to read, in place of the present Articles of Incorporation and Amendments thereto, as follows:

"FIRST. The name of said corporation shall be The Perfect Manufacturing Company.

"SECOND. The place in Ohio where its principal office is to be located is Cincinnati, in Hamilton County.

"THIRD. The purpose or purposes for which it is formed are:

(a) To buy, sell, manufacture, transport, and otherwise handle and deal in radio apparatus and specialties, preparations for use on the soles, heels or uppers of shoes, and any and all other articles capable of manufacture or sale, whether related to the aforementioned products or not;

(b) To own, hold, sell, lease or otherwise handle and deal in real estate and interests therein, whether incidental to its business or not.

(c) To own, hold, sell and otherwise dispose of stocks, bonds and securities of other corporations.

(d) To operate stores for the sale of its or any other products or articles at wholesale or retail.

(e) To do any and all things of every kind and nature whatsoever which it may be usual or convenient or possible to do in connection with, as part of, incidental to, or supplemental to, any of the above enumerated purposes.

"FOURTH: The maximum number of shares which the corporation is authorized to have outstanding is two thousand (2,000), all of which shall be without par value.

Change of
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Inc. Corp.

From: \$500.

To: 2000 sh. 41.15 V.

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"FIFTH. The amount of the stated capital of the corporation at the time of filing the amended articles is Ten Thousand Dollars (\$10,000.00).

"SIXTH. The corporation may purchase or redeem its own shares when authorized to do so from time to time by its Board of Directors. Shares so purchased, unless ordered cancelled by the Board of Directors at or after the time of their purchase, shall be carried on its books as treasury shares, but shall not be voted at any shareholders' meeting or for any other purpose and shall not be counted in meetings or for consents, as outstanding shares of the corporation, and no dividends shall be paid thereon as long as they remain in the treasury of the corporation. Treasury shares shall be subject to resale for such price and on such terms as may be fixed by the Board of Directors from time to time.

"SEVENTH. The present outstanding One Hundred Dollar (\$100.00) par shares shall be changed for new shares without par value, authorized by this amendment, on the basis of two of the new shares for each outstanding share. Additional shares may be sold or exchanged for such price or property as may be determined from time to time by the Board of Directors.

"EIGHTH. These amended Articles of Incorporation shall supersede and take the place of the heretofore existing Articles of Incorporation.

"RESOLVED, FURTHER, that the President and Secretary of The Roll-O Radio Company be and they hereby are authorized and directed to file in the office of the Secretary of State of Ohio, in lieu of a certificate of amendment, Amended Articles of Incorporation containing said articles as amended."

which is accordingly done.

IN WITNESS WHEREOF, said Roland R. Bollman, President and Joe J. Marx, Secretary, of The Roll-O Radio Company, acting for and on behalf of said corporation, have hereunto subscribed their names and hereby certify that the foregoing Amended Articles of Incorporation of said Company were adopted by the written consent of all of the holders of shares of the corporation by writing dated May 26, 1931.

THE ROLL-O RADIO COMPANY

By

R. B. Bollman
Joe J. Marx

President

Secretary.