

B638 - 534

RECEIPT AND CERTIFICATE

No 14145

THE ARTHUR H. BAIER COMPANY

NAME

243979

NUMBER

DOMESTIC CORPORATIONS

ARTICLES OF INCORPORATION
 AMENDMENT
 MERGER CONSOLIDATION
 DISSOLUTION
 AGENT
 RE-INSTATEMENT
 CERTIFICATES OF CONTINUED
 EXISTENCE
 MISCELLANEOUS

FOREIGN CORPORATIONS

LICENSE
 AMENDMENT
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 APPOINTMENT OF AGENT
 CHANGE OF ADDRESS OF AGENT
 CHANGE OF PRINCIPAL OFFICE
 RE-INSTATEMENT
 FORM 7
 PENALTY

MISCELLANEOUS FILINGS

ANNEXATION INCORPORATION—CITY
 OR VILLAGE
 RESERVATION OF CORPORATE NAMES
 REGISTRATION OF NAME
 REGISTRATION OF NAME RENEWALS
 REGISTRATION OF NAME—CHANGE
 OF REGISTRANTS ADDRESS
 TRADE MARK
 TRADE MARK RENEWAL
 SERVICE MARK
 SERVICE MARK RENEWAL
 MARK OF OWNERSHIP
 MARK OF OWNERSHIP RENEWAL
 EQUIPMENT CONTRACT CHATTEL
 MORTGAGE
 POWER OF ATTORNEY
 SERVICE OF PROCESS
 MISCELLANEOUS
 ASSIGNMENT—TRADE MARK, MARK
 OF OWNERSHIP, SERVICE MARK,
 REGISTRATION OF NAME

I certify that the attached document was received and filed in the office of TED W. BROWN, Secre-
 tary of State, at Columbus, Ohio, on the 25th day of September A. D. 19 69 and
 recorded on Roll B638 at Frame 534 of the RECORDS OF INCORPORATION and MIS-
 CELLANEOUS FILINGS.

Ted W. Brown

TED W. BROWN,
 Secretary of State

Filed by and Returned To: Burke, Haber and Berick

1090 Union Commerce Bldg.

Cleveland, Ohio 44115 ATT: Joseph G. Berick

FEE RECEIVED: \$ 25.00

NAME: THE ARTHUR H. BAIER COMPANY

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CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
THE ARTHUR H. BAIER COMPANY

243979
APPROVEDBy N.H.B.
Date 9/25/69Amount 25.00
233-12

DAVID H. BAIER, President, and JULIA A. BAIER, Secretary of THE ARTHUR H. BAIER COMPANY, an Ohio corporation, with its principal office located at Cleveland, Ohio, do hereby certify that the following resolution was duly adopted by the unanimous written consent of all shareholders of said corporation:

BE IT RESOLVED that the Articles of Incorporation of THE ARTHUR H. BAIER COMPANY be, and the same are hereby, amended by adding thereto the following:

Notwithstanding any provision in the General Corporation Law of Ohio requiring for any purpose the vote, consent, waiver or release of the holders of a designated proportion of the shares of each class for such purposes, the vote, consent, waiver or release of the holders of fifty-one per cent (51%) of the voting power of the Company only shall be required.

BE IT FURTHER RESOLVED that the President and the Secretary be and they hereby are authorized and directed to execute and file in the office of the Secretary of State, State of Ohio, a certificate containing a copy of the foregoing resolution adopting the amendments aforesaid and a statement of the manner of their adoption.

Said action of the shareholders remains fully effective as of this date.

IN WITNESS WHEREOF, said DAVID H. BAIER, President and JULIA A. BAIER, Secretary of THE ARTHUR H. BAIER COMPANY, acting for and on behalf of said corporation, have hereunto subscribed their names this 1st day of September, 1969.

THE ARTHUR H. BAIER COMPANY

By David H. Baier, PresidentAnd Julia A. Baier, Secretary