DOC ID ----> G581_0792

State of Ohio
Department of State

Sherrod Brown
Secretary of State

Date 3/16/89

Number 294000

Receipt No. 65902

G581-0792 0044

Received of or filed by CALHOUN, BENZIN, KADEMENOS & HEICHEL

G0581-0792

The sum of $ 35.00 for filing AMD CHN of

COUSINS, INC. FORMERLY J.M. COUSINS CO. INC.

Returned to: 65902
CALHOUN, BENZIN, KADEMENOS & HEICHEL
ATT: W.D. HEICHEL
6 W. THIRD ST., #200
MANSFIELD, OH 44902

RECEIPT

Name:
SEC 6001 COUSINS, INC. FORMERLY J.M. COUSINS CO. INC.

AMD $ 35.00
CHN

Total Fee: $ 35.00

DOC ID ----> G581_0792

Department of State

The State of Ohio

G0581-0793

Sherrod Brown
Secretary of State

294000

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 CHN

of:

COUSINS, INC. FORMERLY J.M. COUSINS CO. INC.

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

Recorded on Roll G581 at Frame 0794 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the City of Columbus, Ohio, this 23RD day of FEB, A.D. 19 89.

Sherrod Brown

Sherrod Brown
Secretary of State

SEC 6092

DOC ID ----> G581_0792

294000
APPROVED
By SKG
Date 2/23/89
Amount 35.00

G0581-0791

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
J.M. COUSINS CO., INC.

Steven Senser, President and Lillian Senser, Secretary of J.M. Cousins Co., Inc., with its principal office located at Mansfield, Ohio, do hereby certify that in a writing dated July 21, 1988, signed under the provisions of Section 1701.54 of the Ohio Revised Code by all of the shareholders who would be entitled to notice of a meeting held for such purpose, the following resolution was adopted to amend the articles:

RESOLVED, that the First Article of Incorporation of J.M. Cousins Co., Inc., be amended to read as follows:

FIRST: The name of said corporation shall be Cousins, Inc.

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 21st day of July, 1988.

Steven A Senser
President

Lillian Senser
Secretary

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C-19. August 1983
Prescribed by **Sherrod Brown**
Secretary of State

G0581-0795

CONSENT FOR USE OF SIMILAR NAME

On the 13th day of January, 19 89,

the BOARD OF DIRECTORS (TRUSTEES) OF Cousins, Inc.
(Name of Corporation giving Consent)

_____ (Charter or License No.) 670265

passed the following resolution:

RESOLVED, that Cousins, Inc.
(Name of Corporation giving Consent)

gives its consent to J. M. Cousins, Inc.

to use the name Cousins, Inc.

Date 1-13-89 Signed _____
Secretary or Assistant Secretary of
Consenting Corporation

NOTE: This document **MUST BE SIGNED** by the **SECRETARY** or **ASSISTANT SECRETARY** of the consenting corporation, pursuant to Section 1701.05(A) of the Ohio Revised Code.

14th Floor State Office Tower Columbus, Ohio 43215 614/466-3910

DOC ID ----> G581_0792

CALHOUN, BENZIN, KADEMENOS & HEICHEL
ATTORNEYS AT LAW
SUITE 200
SIX WEST THIRD STREET
MANSFIELD, OHIO 44902

WILLIAM D. HEICHEL

TELEPHONE
(419) 524-6011

TELECOPIER
(419) 526-1431

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

February 14, 1989

Secretary of State
STATE OF OHIO
30 East Broad Street
Columubs, OH 43215

G0581-0796

ATTN: Corporation Department

RE: J.M. COUSINS CO., INC.
Corporate Name Change

Gentlemen:

Enclosed please find the Certificate of Amendment of Incorporation for J.M. Cousins Co., Inc. and a Consent For Use Of Similar Name. Also enclosed is a check in the amount of $35.00 to cover the cost of filing same.

Please return the completed documents to the undersigned. As always, your assistance in this matter is greatly appreciated.

Very truly yours,

William D. Heichel

/ja

Enclosure

cc: Steve Senser