DOC ID ----> H456_1902

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
10/16/92

CHARTER NUMBER: 377363
ROLL AND FRAME: H456-1902

H1456-1902

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
BROOKSIDE LABORATORIES,INC.	92092308201	AMD	1335.00
		INC	NO FEE

033298

RETURN TO: FAULKNER,GARMHAUSEN,KEISTER & SHENK
ATTN J M GARMHAUSEN
100 S MAIN AVE
SIDNEY OH 45365

0106

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H1456-1903

The State of Ohio

Bob Taft

Secretary of State

377363

Certificate

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

of:

BROOKSIDE LABORATORIES, INC.

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

Recorded on Roll H456 at Frame 1904 of the Records of Incorporation and Miscellaneous Fillings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 8TH day of OCT ,

A.D. 19 92 .

Bob Taft

Bob Taft
Secretary of State

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H1456-1904

377363
APPROVED
By RB
Date 10/8/92
Amount $ 1,335.00

9209230820 1 RVP 10-13

CERTIFICATE OF AMENDMENT TO

ARTICLES OF INCORPORATION

Brent J. Stombaugh, President, and Roger L. Dennings, Secretary, of Brookside Laboratories, Inc. ("Corporation") do hereby certify that pursuant to Section 1701.71(A), Ohio Revised Code, at a meeting of the shareholders which was duly called and held on September 14, 1992, 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 a majority of the voting power of the Corporation, the following resolutions were adopted to amend the Articles of Incorporation:

BE IT RESOLVED, that the Articles of Incorporation of the Corporation are hereby amended by substituting Articles FOURTH and FIFTH:

FOURTH: The maximum number of shares which the Corporation is authorized to have outstanding is one hundred thousand shares with a ~~xxx~~par value of Ten Dollars ($10) per share.

FIFTH: No holder of shares of the Corporation shall have any pre-emptive right or other right to subscribe for or to purchase any shares of the Corporation in excess of twenty (20) shares, which number of shares shall be automatically adjusted in proportion to any stock split which may be approved from time to time by the Board of Directors of the Corporation.

BE IT FURTHER RESOLVED, that the President and Secretary of the Corporation be, and are hereby, authorized and directed to certify adoption of the foregoing resolution, to file such certificate with the Secretary of State of Ohio, and to take all other action necessary to effect the foregoing Amendment to the Articles of Incorporation.

Dated this 14th day of September, 1992.

RECEIVED
SEP 23 1992
SECRETARY OF STATE

Brent J. Stombaugh

Roger L. Dennings

Roger L. Dennings

B-C.G4

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Ohio Secretary of State Return Slip
Amendment/Amended articles

OCT 2 1992

September 30, 1992

H1456-1902

John M. Garmhausen
Faulkner, Garmhausen, Keister & Shenk
Courtview Center, Suite 300
100 South Main Ave
Sidney, Ohio 45365

NOTE: THIS RETURN SLIP CREDITED IN THE AMOUNT OF $ 4335.00 MUST ACCOMPANY THE CORRECTED DOCUMENTS. COMPLETED DOCUMENTS MUST BE RETURNED WITHIN 30 DAYS OR A REFUND WILL BE ISSUED.

Re: Brookside Farms Laboratories, Inc.

Document No. 9209230820I

Additional Fee Required: $ 0

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 name to ensure 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.

X 9. OTHER: You indicate creation of shares with no par value, and then give a par value. Please indicate which you desire; since it cannot be both

CORRESPONDENCE

THIS LETTER MUST BE RETURNED WITH THE CORRECTED DOCUMENTS IN ORDER TO ENSURE PROPER CREDIT. If you have any questions regarding this matter, please call (614) 466-2005.