

INCORPORATION OF

LEWIS SCREW COMPANY

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, A. Jim Edgw. Secretary of State of the State of Ollinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Apolication of the aforesaid corporation.

In Costimony Ulhereof, Theretoset my hand and exist to

be affixed the Great Seal of the State of Hinois.

at the City of Springfield, this 7th

day of MAY 10 19 87 and

of the Independence of the United States

the two hundred and 11th

SECRETARY OF TATE

Pr. 311 (T/ Means).



Property of Coot County Clert's Office

INOFFICIAI

BCA-10.30 (Rev. Jul. 1984)

Submit in Duplicate

Remit payment in Check or Money Order, payable to "Secretary of State"

DO NOT SEND CASH!

JIM EDGAR Secretary of State State of Illinois

ARTICLES OF AMENDMENT

This Space For Use By Secretary of State Date 5-7-87	
License Fee \$	
Franchise Tax \$25	
Filing Fee \$/	
Clerk 13th	

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby adopts these Articles of amendment to its Articles of Incorporation. Lewis Screw Company **ARTICLE ONE** The name of the corporation is _ (Note 1) April 23 The following amendment of the Articles of Incorporation was adopted on . **ARTICLE TWO** 87 in the minner indicated below. ("X" one box only.) By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having insued no shares as of the time of adoption of this amendment; (Note 2) By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; By the shareholders, in accordance with Section 10.30, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a fleeting of shareholders, not less than the minimum. number of votes required by statute and by the articles of imporporation were voted in favor of the amendment; ☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Snareholders who have not consented in writing have been given notice in accordance with Section 7.10: (Note 4) By the shareholders, in accordance with Sections 10 20 and 7.10, a resolution of the board of directors have been duly adopted and submitted to the shareholders. A consent in writing no been signed by all the shareholders entitled to vote on this amendment. (Note 4) (INSERT AMENDMENT) (Any article being amended is required to be set forth in its entirety.) (Suggested language for an amendment to change the corporate name is: RESOLVED, that the Articles of Incorporation be amended to read as follows:) (NEW NAME)

UNOFFICIAL COPY Resolution

SEE EXHIBIT A ATTACHED HERETO AND HEREBY

MADE A PART HEREOF

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EXHIBIT A TO ARTICLES OF AMENDMENT

RESOLVED: That Article V of the Articles of Incorporation of this Corporation be and the same hereby is amended in its entirety to read as follows:

" ARTICLE FIVE

PARAGRAPH 1: The aggregate number of shares which the corporation is authorized to issue is 1,000, divided into one class. The designation of each class, the number of shares of each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, are as follows:

Series (1f any)	Number of Shares	Par value per share or statement that shares are without par value
Common None	1,000	No Par Value

PARAGRAPH 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

No shareholder of the corporation shall, by reason of his holding shares of any class, have any preemptive or preferential right to purchase or subscribe for any shares of any class of the corporation, now or hereafter authorized, or any notes, debentures, bonds or other securities convertible into ar carrying options or marrants to purchase shares of any class, now or hereafter authorized, whether or not the issuance of any such shares, or such notes, debentures, bonds, or other securities, would adversely affect the dividend or voting rights of such shareholder, other than such rights, if any, as the board of directors in its discretion from time to time may grant and at such price as the board of directors in its discretion may fix; and the board of directors may issue shares of any class of the corporation, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, without offering any such shares of any class, either in whole or in part, to the existing shareholders of any class.

RESOLVED FURTHER: That upon filing of the Articles of Amendment with the Secretary of State of Illinois, each issued and outstanding share of the corporation's common stock, no par value, is hereby converted into .0005 shares of the corporation's common stock, no par value.

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ARTICLE THREE. The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change") Each issued and outstanding share of the corporation's Common Stock, no par value, is hereby converted into .0005 shares of the corporation's Common Stock, no par value. (a) The manner in which said amendment affects a change in the amount of paid-in capital* is as follows: ARTICLE FOUR (If not applicable, insert "No change") No change (b) The amount of paid-in capital* as changed by this amendment is as follows: (If not applicable, invert No change') change Before Amendment After Amendment Paidin Capital The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom af-

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated here in are true.

Dated ______ 4 30 , 19 87

attested by

Senature of Secretary & ASSESSES MARGINES

John F. Anderson, Secretary

(Type or Print Name and Title)

Lewis Screw Company

/ (Elect Name of Carporellan

A-----

(Signature of Vice President

Edward O. Boshell, Jr. Executive Vice

(or Print Name and This President

"Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.

NOTES and INSTRUCTIONS

- NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected.
- NOTE 3: Directors may adopt amendments without shareholder approval in only six instances, as follows: (a)to remove the names and addresses of directors named in the articles of incorporation;
 - (b)to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed:
 - (c) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby:
 - (d) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp", "inc.", "co.", or "lid." for a similar word or abbreviation in the name, or by adding a recognitional attribution to the name;
 - (e)to reduce the authorized shares of any class pursuant to a cancellation statement filled in accordance with § 9.05
 - (f) to restate the afficies of incorporation as currently amended.

(§ 10.15)

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the provised amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (either annual or special) or (2) by consent, in writing, without a meeting,

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required.

The articles of incorporation may supercede (12 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the constanding shares entitled to vote and not less than a majority within each class when class voting apolles. (§ 10.20)

NOTE 5: When shareholder approval is by written consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment (6§ 7.10 & 10.20) Clory's Original

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> Filing Fee for Re-Stated Articles \$100.00 ARTICLES OF AMENDMENT Fiting Fee \$25.00

Form BCA-10.30

RETURN TO

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