CARLTON FIELDS Requestor's Name Post Office Drawer 190 Address Nancy Hurd Tallahassee FL 32302 City/State/Zip Pl 224-1585 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. FLORIDA DRUM COMPANY, INC. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time __12/30 4:00 Certified Copy ☐ Will wait Certificate of Status Mail out Photocopy AMENDMENTS NEW FILINGS EFFECTIVE DATE-Amendment NonProfit Resignation of R.A., Officer/Director RECEIVED 96 DEC 27 PH 2: 34 DIVISION OF CORPORATION A A A Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILINGS' QUALIFICATION 4 Annual Report Foreign Fictitious Name Limited Partnership

Examiner's Initials

CR2F031(1.95)

Profit

Name Reservation

Reinstatement Trademark Other

SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF 96 DEC 27 PM 3:37 PLORIDA DRUM COMPANY, INC., A FLORIDA CORPORATION

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Florida Drum Company, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation, to be effective on December 28, 1996:

ARTICLE I Name

The name of the corporation is Florida Drum Company, Inc.

ARTICLE II First Amendment

The text of the first amendment to the Corporation's Articles of Incorporation is:

Article III of the Articles of Incorporation of the Corporation is hereby amended, revised and restated in its entirety to read as follows:

'ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is eighty thousand (80,000) shares of common stock, consisting of two classes of common stock described as follows: One class of common stock designated as class A common stock, consisting of sixteen thousand (16,000) shares of common stock, which shall have the entire voting power of the Corporation, and a second class of common stock designated as class B common stock, consisting of sixty-four thousand (64,000) shares of common stock, which shall have no voting rights. Each pre-existing share of authorized and issued common stock shall be exchanged and substituted for each of the following: (i) two (2) shares of Class A common voting stock and (ii) eight (8) shares of Class B common non-voting stock.

ARTICLE III Second Amendment

The text of the second amendment to the Corporation's Articles of Incorporation is:

<u>Article X</u> of the Articles of Incorporation of the Corporation is hereby added, to state as follows:

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ARTICLE X

The shareholders holding Class A shares of this Corporation may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by the Florida Business Corporation Act, as amended from time to time. The adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater. Except as provided explicitly herein, the power to adopt, alter, amend or repeal the bylaws of the Corporation shall be vested in the board of directors.

ARTICLE IV Third Amendment

The text of the third amendment to the Corporation's Articles of Incorporation is:

<u>Article XI</u> of the Articles of Incorporation of the Corporation is hereby added, to state as follows:

ARTICLE XI

No shares of stock in this Corporation, whether Class A common voting stock or Class B common non-voting stock, nor any right, title or interest therein, may be transferred (whether by sale, gift, conveyance, grant, encumbrance, pledge, hypothecation, assignment, transfer by operation of law, or otherwise, including any legal or beneficial interest therein) except in full and complete compliance with and upon the terms and conditions of that certain Shareholders Agreement dated as of December 30, 1996, between and among the Corporation and the shareholders of the Corporation.

ARTICLE V <u>Date of Adoption</u>

These amendments were adopted on the 20th day of December, 1996, to be effective on December 28, 1996.

ARTICLE VI Manner of Adoption

The amendments were duly approved by the shareholders of the Corporation and the number of votes cast for the amendments by the shareholders were sufficient for approval of all amendments.

P#66857.1

Dated this 23rl day of December, 1996.

FLORIDA DRUM COMPANY, INC., a Florida corporation

Print Name: Christopher R. Long It's President