

F03000002107

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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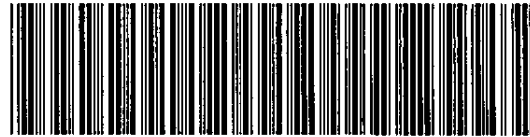
(Business Entity Name)

(Document Number)

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14 JUL 17 PM 2:36

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8/6/14

DC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Advanced Handling Systems of Ohio, Inc.
Name of Corporation

DOCUMENT NUMBER: _____

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nathaniel J. Arnett, Esq.

Name of Contact Person

Cors & Bassett, LLC

Firm/Company

537 E. Pete Rose Way, Suite 400

Address

Cincinnati, Ohio 45202

City/State and Zip Code

nja@corsbassett.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nathaniel Arnett

Name of Contact Person

at (513) 852-8207

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee.
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F03000002107

(Document number of corporation (if known))

1. Advanced Handling Systems of Ohio, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Ohio

(Incorporated under laws of)

3. 4/25/2003

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 7/1/2014

5. FMT Partners, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

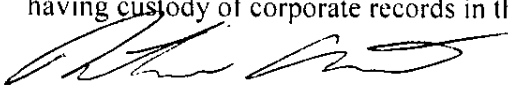
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Nathaniel J. Arnett

(Typed or printed name of person signing)

Authorized Representative

(Title of person signing)

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FMT PARTNERS, INC., an Ohio corporation, Charter No. 658713, having its principal location in Cincinnati, County of Hamilton, was incorporated on July 1, 1985 and is currently in GOOD STANDING upon the records of this office.



Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 7th day of July, A.D. 2014.

Jon Husted

Ohio Secretary of State

Validation Number: 201418801989



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/01/2014	201418201290	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50 00	100.00	0 00	0 00	0 00

Receipt

This is not a bill. Please do not remit payment.

CORS & BASSETT, LLC
ATTN: NATHANIEL J. ARNETT, ESQ.
537 E. PETE ROSE WAY, SUITE 400
CINCINNATI, OH 45202

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

658713

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

FMT PARTNERS, INC.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Effective Date: 07/01/2014

Document No(s):

201418201290



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

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
1st day of July, A.D. 2014.

Jon Husted
Ohio Secretary of State



Form 540 Prescribed by:
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Certificate of Amendment
(For-Profit, Domestic Corporation)
Filing Fee: \$50

2014 JUL -1 PM 12:11

Check appropriate box:

- ☒ Amendment to existing Articles of Incorporation (125-AMDS)
☐ Amended and Restated Articles (122-AMAP) - The following articles supersede the existing articles and all amendments thereto

Complete the following information:

Name of Corporation

Charter Number

Check one box below and provide information as required:

- ☐ The articles are hereby amended by the **Incorporators**. Pursuant to Ohio Revised Code section 1701.70(A), incorporators may adopt an amendment to the articles by a writing signed by them if initial directors are not named in the articles or elected and before subscriptions to shares have been received.
- ☒ The articles are hereby amended by the **Directors**. Pursuant to Ohio Revised Code section 1701.70 (A), directors may adopt amendments if initial directors were named in articles or elected, but subscriptions to shares have not been received. Also, Ohio Revised Code section 1701.70(B) sets forth additional cases in which directors may adopt an amendment to the articles.

The resolution was adopted pursuant to Ohio Revised Code section 1701.70(B)
(in this space insert the number 1 through 10 to provide basis for adoption.)

☐ The articles are hereby amended by the **Shareholders** pursuant to Ohio Revised Code section 1701.71.

☐ The articles are hereby amended and restated pursuant to Ohio Revised Code section 1701.72.

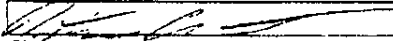
A copy of the resolution of amendment is attached to this document.

Note: If amended articles were adopted, they must set forth all provisions required in original articles except that articles amended by directors or shareholders need not contain any statement with respect to initial stated capital. See Ohio Revised Code section 1701.04 for required provisions.

Required

Must be signed by all incorporators, if amended by incorporators, or an authorized officer if amended by directors or shareholders, pursuant to Ohio Revised Code section 1701.73(B) and (C).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.


Signature

By (if applicable)

Nathaniel J. Arnett, Authorized Representative
Print Name

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Signature

By (if applicable)

Print Name

**AN ACTION WITHOUT A MEETING
OF THE BOARD OF DIRECTORS OF
ADVANCED HANDLING SYSTEMS, INC.**

Pursuant to §1701.54 and §1701.70(B)(6) of the Ohio Revised Code, the undersigned, being all of the Directors of Advanced Handling Systems, Inc. ("Company") do hereby authorize, approve and agree to the adoption without a meeting of the following resolution:

WHEREAS, the Directors of the Company have found that it is in the best interest of the Company to amend the Company's Articles of Incorporation;

NOW, THEREFORE, BE IT RESOLVED, that the Articles of Incorporation of the Company be, and they hereby are, amended as follows:

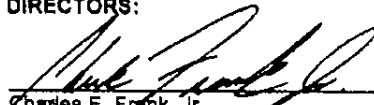
The First Article is hereby amended to read as follows:

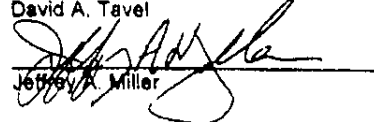
"The Corporation shall be named and known as FMT Partners, Inc."

RESOLVED FURTHER, that Nathaniel J. Arnett or Charles E. Frank, Jr. be, and hereby are, authorized and directed to file a Certificate of Amendment to Articles of Incorporation of the Company with the Secretary of State of Ohio and to take such additional action as may be necessary or appropriate to effectuate the foregoing amendment.

Dated as of June 30, 2014

DIRECTORS:


Charles E. Frank, Jr.

David A. Tavel

Jeffrey A. Miller

636422 |