

G64989

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

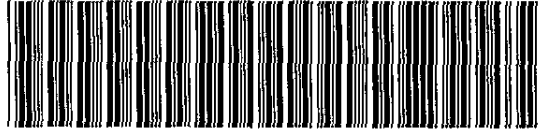
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Amend

RECEIVED
05 MAR 18 AM 10:49
DIVISION OF CORPORATION

FILED
05 MAR 18 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*APR
3/18/05*



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 265812 7282677

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 52.50

ORDER DATE : March 18, 2005

ORDER TIME : 10:36 AM

ORDER NO. : 265812-005

CUSTOMER NO: 7282677

CUSTOMER: Ms. Jennie M. Raine
Goodrich Corporation
Four Coliseum Centre
2730 West Tyvola Road
Charlotte, NC 28217-4578

DOMESTIC AMENDMENT FILING

NAME: GOODRICH LIGHTING
SYSTEMS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER'S INITIALS: _____

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Filing of Articles of Amendment to Articles of Incorporation

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennie M. Raine

(Name of Person)

Goodrich Lighting Systems, Inc.

(Name of Firm/ Company)

c/o Goodrich Corporation, 2730 W Tyvola Road

(Address)

Charlotte, NC 28217

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Jennie M. Raine

(Name of Person)

at (704) 423-5816

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

GOODRICH LIGHTING SYSTEMS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

G64989

(Document number of corporation (if known))

05 MAR 18 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article IV - Capital Stock

The maximum number of shares of stock that the Corporation is authorized to have at any time shall be as follows:

Common Stock - Class A - 20,000 shares with a par value of \$0.01 per share

Common Stock - Class B - 10,000 shares with a par value of \$0.01 per share

The stock as aforesaid shall be paid for in lawful money of the United States or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose. (See additional page)

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

The date of each amendment(s) adoption: 03/07/2005

Effective date if applicable: 03/07/2005
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 7th day of March, 2005

Signature Jennie M. Raine
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Jennie M. Raine
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

FILING FEE: \$35

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
GOODRICH LIGHTING SYSTEMS, INC.**

The undersigned, as the Assistant Secretary of GOODRICH LIGHTING SYSTEMS, INC., do hereby certify that the Amendment provided for herein was adopted by the sole shareholder and the Board of Directors on the 7th day of March, 2005.

1. Name of Corporation: GOODRICH LIGHTING SYSTEMS, INC.
2. Amendment Adopted: Article IV of the Articles of Incorporation of the Company is hereby amended so as henceforth to read as follows:

Article IV – Capital Stock

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be as follows:

Common Stock – Class A – 20,000 shares with a par value of \$0.01 per share.

Common Stock – Class B – 10,000 shares with a par value of \$0.01 per share.

The stock as aforesaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be vested in the above-mentioned Class A common stock, and further, the Class B common stock shall be non-voting stock.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 7th day of March, 2005.

GOODRICH LIGHTING SYSTEMS, INC.

By: 
Jennie M. Raine, Assistant Secretary