

K22481

FAUVER, TATTERSALL & GALLAGHER P.L.L.

ATTORNEYS AT LAW  
5838 MEADOW LANE COURT  
ELYRIA, OHIO 44035-1469

SCRIBNER L. FAUVER  
WORTH A. FAUVER, JR.  
JOHN L. KEYSE-WALKER  
KEVIN WM. DONOVAN  
KURT D. ANDERSON  
  
STEPHEN P. CHAVEZ  
KRISTEN N. MACKINTOSH

OF COUNSEL  
J.C. WM. TATTERSALL  
JOHN P. GALLAGHER  
TELEPHONE:  
(440) 934-3700  
FACSIMILE:  
(440) 934-3708

December 2, 1999

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

800003062188--4  
-12/06/99--01127--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Amendment to Articles of Incorporation for Schwarzer Diversified, Inc.

Dear Sir or Madam:

Enclosed please find an Articles of Amendment to Articles of Incorporation of Schwarzer Diversified, Inc. reflecting an increase in the number of outstanding shares. A check in the amount of \$35.00 is enclosed to cover the applicable filing fee. Please file accordingly and provide me with a Certificate evidencing the date of filing.

If you have any questions, please feel free to call me at your convenience.

Sincerely,

*Kevin Wm. Donovan*  
Kevin Wm. Donovan

99DEC-6  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
12 9:52

KWD/slb

Enclosures

cc: Barney J. Schwarzer, President (w/o Encls.)  
Joyce A. Lambros, Secretary (w/o Encls.)  
Gary R. Longbottom, CPA (w/o Encls.)

*Amend*

V. SHEPARD DEC 15 1999

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

SCHWARZER DIVERSIFIED, INC.

---

FILED  
99 DEC -6 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

---

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

RESOLVED that Article Third of the Corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE THIRD. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is two thousand (2,000) shares of common stock, with par value of Five Dollars (\$5.00) per share."

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

**THIRD:** The date of each amendment's adoption: November 15, 1999

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

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 24 day of November, 19 99.

Signature Barney J. Schwarzer  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Barney J. Schwarzer  
Typed or printed name

President  
Title