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**BASIC AMENDMENT**

**LEE & CATES GLASS, INC.**

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Certificate of Status	0
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DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
LEE & CATES GLASS, INC.  
Charter No. 176604**

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SECRETARY OF STATE

Pursuant to Sections 607.1001, 607.1004, 607.1006, and 607.1009, Florida Business Corporation Act, the following provisions of the Articles of Incorporation of Lee & Cates Glass, Inc., a Florida corporation, filed in Tallahassee on December 21, 1953, be and they hereby are amended in the following particulars:

1. Article III be and it hereby is amended to designate the previously authorized common stock as Class A Voting Common Stock and to create a new class of non-voting stock to be designated Class B Non-Voting Common Stock. As amended, Article III shall read in its entirety as follows:

**"ARTICLE III**

Section 3.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 5,000 shares divided into classes as follows:

- (a) 2,500 shares of Class A Voting Common Stock, having a par value of \$20.00 per share; and
- (b) 2,500 shares of Class B Non-Voting Common Stock, having a par value of \$20.00 per share.

All such shares shall be issued fully paid and nonassessable.

Section 3.2 Rights of Shareholders. Unless otherwise provided by law, only the holders of Class A Voting Common Stock shall be entitled to vote at any meeting of shareholders of the corporation. Each outstanding share of Class A Voting Common Stock shall be entitled to one vote on each matter submitted to a vote. In all other respects, the rights of the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be identical. Without in any way limiting the foregoing, the holders of Class B Non-Voting Common Stock shall be entitled to receive the same notice of meetings of stockholders which is given to the holders of Class A Voting Common Stock and shall have the right to attend all meetings of shareholders."

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Common Stock and shall have the right to attend all meetings of shareholders."

2. Article VI be and it hereby is amended to change the number of directors of the corporation. As amended, Article VI shall read in its entirety as follows:

**"ARTICLE VI**

Section 6.1. Number of Directors. The business of this corporation shall be conducted by a Board of Directors. The number of directors may be increased or decreased from time to time by vote of the shareholders, but shall never be less than one (1) nor more than ten (10)."

3. Article VII be and it hereby is amended to reflect the creation of a new class of non-voting stock. As amended, Article VII shall read in its entirety as follows:

**"ARTICLE VII**

Section 7.1. Voting of Shares. Each holder of Class A Voting Common Stock of this corporation shall be permitted to cast one (1) vote for each share of Class A Voting Common Stock he may own. Voting at any meeting may be by proxy. Any number of stockholders present at a regular or special meeting of the stockholders shall constitute a quorum. A majority of all votes cast at any meeting of stockholders shall determine any question."

4. Article IX be and it hereby is deleted in its entirety and the remaining Articles are renumbered accordingly.

The foregoing amendments were adopted by the unanimous written consent of Stockholders and Directors of the corporation effective the 25<sup>th</sup> day of March, 1999. The voting groups entitled to vote on the adoption of the Amendment consist of the holders of the corporation's common stock and the Directors of this corporation. The number of votes cast by each such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment this 25<sup>th</sup> day of March, 1999.

  
Thomas D. Lee, III, President