

Division of Corporations

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AMENDMENT TO ARTICLES OF INCORPORATION

OF

RINALDI PRINTING COMPANY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, the Articles of Incorporation of RINALDI PRINTING COMPANY were filed with and approved by the Secretary of State of the State of Florida on January 8, 1963; and

WHEREAS, it is the intention of all of the directors and all of the stockholders of RINALDI PRINTING COMPANY that the Articles of Incorporation of RINALDI PRINTING COMPANY be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of RINALDI PRINTING COMPANY hereinafter set forth was approved and adopted by all of the directors and all of the stockholders, comprising the only voting group of stockholders, of RINALDI PRINTING COMPANY, pursuant to the provisions of Florida Statutes, Section 607.1003(5), on the 1st day of December, 2009 and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of RINALDI PRINTING COMPANY are hereby amended by deleting in its entirety the present Article III, and by substituting therefor the following, to-wit:

"ARTICLE III


(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 1,500,000 shares of common capital stock having a par value of \$.01 per share of which (i) 15,000 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one (1) vote with respect to all matters to be properly voted on by the stockholders of the corporation, and (ii) 1,485,000 shares shall be designated non-voting shares (the "Non-Voting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each Non-Voting Share shall participate equally in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services

actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of RINALDI PRINTING COMPANY by its President this 1st day of December, 2009.

RINALDI PRINTING COMPANY

By: 
William S. Rinaldi, Jr., President