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WILLIAMS ELECTRIC CO INC**

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
WILLIAMS ELECTRIC CO., INC.**

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Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of Williams Electric Co., Inc. (the "Corporation") are hereby amended according to these Articles of Amendment:

- FIRST:** The name of the Corporation is Williams Electric Co., Inc.
- SECOND:** Article III of the Articles of Incorporation is amended in its entirety to read as follows:

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation has the authority to issue is ten thousand (10,000) shares with a par value of \$1.00 each. One thousand (1,000) shares are designated as Class A Common Stock ("Class A Common"), and nine thousand (9,000) shares are designated as Class B Non-Voting Common Stock ("Class B Common"). Except as otherwise provided below in this Article III or as otherwise required by applicable law, all shares of Class A Common and Class B Common shall be identical in all respects and shall entitle the holder thereof to the same preferences, limitations, and relative rights:

(a) Voting Rights. Except as otherwise provided in this Article III or as otherwise required by applicable law, (i) holders of Class A Common shall be entitled to one vote per share on all matters to be voted on by the stockholders of the Corporation, and (ii) holders of Class B Common shall have no right to vote on any matter to be voted on by the stockholders of the Corporation.

(b) Dividends. As and when dividends are declared or paid thereon, whether in cash, property or securities of the Corporation, the holders of Class A Common and the holders of Class B Common shall be entitled to participate in such dividends ratably on a per share basis; provided, that if dividends are declared which are payable in shares of Class A Common or Class B Common, then dividends shall be declared which are payable at the same rate on each such class of common stock and the dividends payable in shares of Class A Common shall be payable to holders of Class A Common and dividends payable in shares of Class B Common shall be payable to holders of Class B Common.

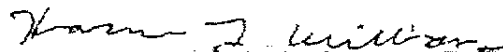
(c) Liquidation. The holders of Class A Common and Class B Common shall be entitled to participate ratably on a per share basis in all distributions to the holders of common stock in any liquidation, dissolution or winding up of the Corporation.

(d) Stock Splits. If the Corporation in any manner subdivides or combines the outstanding shares of one class of common stock, the outstanding shares of the other class of common stock shall be proportionately subdivided or combined in a similar manner.

THIRD: Each share of outstanding stock of the Corporation shall be exchanged for one (1) share of Class A Common Stock and nine (9) shares of Class B Common Stock.

FOURTH: The foregoing amendment was adopted by the sole shareholder of the Corporation by Written Consent dated as of December 13, 2013, and, therefore, the number of votes cast for the foregoing amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of the 13th day of December, 2013.


Harvey L. Williams, President

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