

11/30/2015 10:30

954 32872

BS

PAGE 01/04

Division of Corporations

Page 1 of 2

420659

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H15000282449 3)))

S. Johnson



H150002824493ABC2

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6390

From:

Account Name : BERGER SINGERMAN LLP, FT. LAUDERDALE  
Account Number : 120020000154  
Phone : (954) 525-9900  
Fax Number : (954) 523-2872

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address:

COR AMND/RESTATE/CORRECT OR O/D RESIGN  
RIVERSIDE PAPER CO., INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

15 NOV 30 AM 3:37

FILED

Amnd  
DEC 01 2015  
R. WHITE

Electronic Filing Menu

Corporate Filing Menu

Help

H15000282449 3

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
RIVERSIDE PAPER CO., INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, RIVERSIDE PAPER CO., INC., a Florida corporation (the "corporation"), document number 420659, adopts the following amendment to its Articles of Incorporation:

1. Article III of the corporation's Articles of Incorporation is hereby amended by deleting it in its entirety and inserting a new Article III to read as follows:

"ARTICLE III.

The aggregate number of shares of capital stock which the corporation shall have the authority to issue is Twelve (12) shares, consisting of: (i) ten (10) shares of Class A voting common stock, par value \$1.00 per share (the "Class A Common Stock") and (ii) two (2) shares of Class B non-voting common stock, par value \$1.00 per share (the "Class B Common Stock"), and together with the Class A Common Stock, the "Common Stock").

A. Common Stock.

The shares of Common Stock shall have the following rights, preferences and limitations:

1. General. All shares of Common Stock shall be identical and shall entitle the holder(s) thereof to the same powers, preferences, qualifications, limitations, privileges and other rights as provided under the Florida Business Corporation Act, Chapter 607, Florida Statutes (as the same may be amended from time to time, the "FBCA"), except as expressly provided under these Articles of Incorporation.

2. Voting Rights. Each holder of record of Class A Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders, or submitted for action by written consent, for each share of Class A Common Stock standing in such holder's name on the books of the corporation. The holders of the Class B Common Stock shall have no (and to the full extent allowed by law, waive any) right to vote on any matter or issue reserved to the vote of the shareholders of the corporation. The holders of the Class B Common Stock shall be entitled to notice of any shareholders' meeting in accordance with the corporation's by-laws, as the by-laws may be amended from time to time.

3. Dividends and Distributions. For so long as the Class A Common Stock and the Class B Common Stock is outstanding, the Class A Common Stock and the Class B Common Stock shall be entitled to receive all dividends and all other distributions, whether operating, liquidating, or otherwise, and whether in

H15000282449 3

H15000282449 3

the form of cash, securities, property, or otherwise, out of funds legally available therefor and otherwise as permitted under the FBCA, when, as, and if declared by the Board of Directors of the corporation, on an equivalent basis per share. Without limiting the foregoing, the Class A Common Stock shall not be entitled to receive any distribution upon any event of liquidation of the corporation, either voluntary or involuntary, prior to or in preference of distributions to the Class B Common Stock; and the Class B Common Stock shall not be entitled to receive any distribution upon any event of liquidation of the corporation, either voluntary or involuntary, prior to or in preference of distributions to the Class A Common Stock.

4. Liquidation. Subject to provisions of law and these Articles of Incorporation, upon any liquidation, dissolution or winding up of the corporation, whether voluntary or involuntary, after the payment or provision for payment of all debts and liabilities of the corporation, the holders of Common Stock shall be entitled to share ratably, on a per share basis, in the remaining net assets of the corporation available for distribution."

2. Article VII of the corporation's Articles of Incorporation is hereby amended by deleting it in its entirety and inserting a new Article VII to read as follows:

"ARTICLE VII.

The Board of Directors of the corporation shall consist of not fewer than one (1) or more than five (5) members. The number of directors constituting the Board of Directors, within these limits, may be fixed, and increased or decreased, from time to time as provided in the by-laws of the corporation or by resolution of the Board of Directors of the corporation. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. Members of the Board of Directors must be natural persons who are at least 18 years of age but need not be residents of Florida or shareholders of the corporation. Each member of the Board of Directors of the corporation shall hold office for the term for which he or she is elected and until his or her successor is elected and qualified or until his or her earlier resignation, removal from office or death.

As of the date hereof, the number of directors constituting the corporation's Board of Directors is fixed at one (1) member. As of the date hereof, Marshall L. Steirn and Robert L. Steirn are no longer directors of the corporation (or members of the Board of Directors). As of the date hereof, Howard J. Steirn, whose address is 3505 NW 112 Street, Miami, Florida 33167, is the sole director of the corporation (and sole member of the Board of Directors)."

3. Article IX of the corporation's Articles of Incorporation is hereby amended by deleting it in its entirety and inserting a new Article IX to read as follows:

H15000282449 3

H150002824493

## "ARTICLE IX.

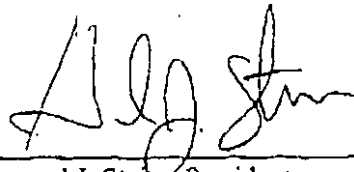
The officers of the corporation shall be appointed by the Board of Directors of the corporation and shall include a President, a Secretary and a Treasurer. The corporation's Board of Directors shall also have authority to appoint, by resolution, additional officers of the corporation including a Chairman of the Board, a Chief Executive Officer, one or more Vice Presidents, one or more Assistant Secretaries and Assistant Treasurers, and such other officers as such Board of Directors may determine appropriate. Any two or more offices may be held by the same person. Each officer of the corporation shall hold office until his or her successor shall have been duly elected and shall have qualified, or until his or her earlier resignation, removal from office or death. As of the date hereof, Marshall L. Steirn is no longer the Vice President of the corporation, and Robert L. Steirn is no longer the Secretary of the corporation. As of the date hereof, Howard J. Steirn is no longer the CEO or Treasurer of the corporation. As of the date hereof, Julie Steirn is no longer the Secretary of the corporation. As of the date hereof, the following persons are added as the officers of the corporation:

Howard J. Steirn, whose address is 3505 NW 112 Street, Miami, Florida 33167, is the President and Secretary of the corporation; and

Julie Steirn, whose address is 3505 NW 112 Street, Miami, Florida 33167, is the Treasurer of the corporation."

4. The amendments were approved by action by written consent of shareholders dated as of November 30, 2015. The number of votes cast for the amendments by the shareholders were sufficient for approval.

The undersigned has executed and delivered these Articles of Amendment as of the 30 day of November, 2015.



Howard J. Steirn, President

H150002824493