

622180



ACCOUNT NO. : 072100000032  
REFERENCE : 500538 4806334  
AUTHORIZATION :  
COST LIMIT : \$ 35.00

FILED  
99 DEC -2 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 1, 1999

ORDER TIME : 12:47 PM

ORDER NO. : 500538-005

700003059087--4

CUSTOMER NO: 4806334

CUSTOMER: Jason D. Osborn, Legal Asst  
Mcdermott, Will & Emery  
50 Rockefeller Plaza  
12th Floor  
New York, NY 10020-1605

DOMESTIC AMENDMENT FILING

NAME: SUNCOAST FASTENER AND SUPPLY  
COMPANY OF SARASOTA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

RECEIVED  
99 DEC -2 PM 1:48  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

N.C.  
C. COULLIETTE DEC 0 3 1999

\*\*\*FILE 1ST\*\*\*

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
**SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**

**ARTICLE 1. - NAME**

The name of this corporation is:

**SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**

**ARTICLE 2. - TEXT OF THE AMENDMENT**

**Change of Corporate Name**

"The name of the corporation is changed to:

**INDUSTRIAL PARTNERS OF SARASOTA, INC.**

That the change of the name of the corporation be effective upon the filing of the Articles of Amendment with the Secretary of State of the State of Florida."

**ARTICLE 3. - ADOPTION OF AMENDMENT**

The foregoing amendment was approved by the all of the shareholders of the corporation by unanimous consent in accordance with Florida Statutes Section 607.1003(6). A copy of the action of the shareholders of the corporation is attached.

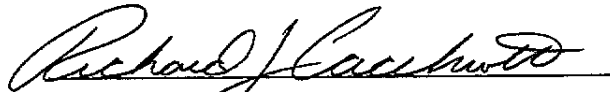
The undersigned, as President of the Corporation has executed these Articles of Amendment of the Articles of Incorporation on November 22<sup>nd</sup>, 1999.

  
Richard J. Cacchiotti

FILED  
99 DEC -2 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I certify that the foregoing Amendment was adopted by the all of the shareholders of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**, by unanimous action of the shareholders, and that the action was sufficient for adoption and approval by the shareholders of the corporation.

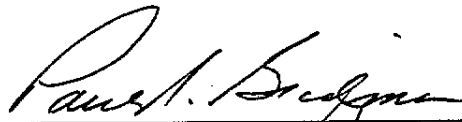
Dated: November 22<sup>nd</sup>, 1999

A handwritten signature in cursive script, reading "Richard J. Cacchiotti", written over a horizontal line.

Richard J. Cacchiotti  
President

I hereby certify that I am the duly elected and serving Secretary of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**, a Florida corporation, and the custodian of the records of the corporation. I certify that the records of the corporation reflect that the foregoing amendment was duly adopted by the shareholders of the corporation by unanimous action, and that Richard J. Cacchiotti is the duly elected and serving President of the corporation.

Dated: November 22<sup>nd</sup>, 1999

A handwritten signature in cursive script, reading "Paul W. Bridgman", written over a horizontal line.

Paul W. Bridgman, Secretary

**MINUTES OF ACTION OF A SPECIAL MEETING OF THE  
SHAREHOLDERS OF  
SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.  
(a Florida corporation)**

We, the undersigned, constituting all of the shareholders of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**, a corporation organized under the laws of the State of Florida, acting together as the Shareholders of the corporation pursuant to the provisions of Florida Statutes, §607.0702 relating to a special called meeting of the shareholders of the corporation, and Florida Statutes §607.0704 relating to the power of the shareholders to consent in writing to actions of the shareholders and to waive notice of a meeting of the shareholders, do hereby consent to the adoption of and do hereby adopt the following resolutions to be effective as of November 29, 1999. This amendment of the Articles of Incorporation of the corporation is intended to be effective pursuant to Florida Statutes Section 607.1003 (6), providing for an amendment of the articles of incorporation by the shareholders of a corporation having 35 or fewer shareholders without an act of the directors at a meeting for which notice of the changes to be made is given.

Change of Corporate Name

"RESOLVED: That the name of the corporation is changed to:

**"INDUSTRIAL PARTNERS OF SARASOTA, INC."**

That the change of the name of the corporation be effective upon the filing of the Articles of Amendment with the Secretary of State of the State of Florida.

That the officers and directors of the corporation are authorized and directed to complete such filings as may be necessary to change the name of the corporation with the Secretary of State of the State of Florida.


There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

We, the undersigned, being the all of the shareholders of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**, hereby certify that the foregoing resolution was duly adopted by the shareholders of the corporation in accordance with the foregoing. We waive all notice of the meeting and actions undertaken as evidenced by this instrument.

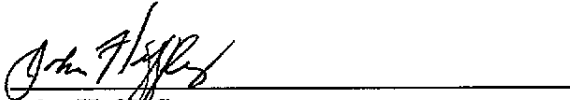
Dated: November 22<sup>nd</sup>, 1999

  
Richard J. Cacchiotti

Dated: November 22<sup>nd</sup>, 1999

  
Paul W. Bridgman


Dated: November 22<sup>nd</sup>, 1999

  
John Hefflefinger

#### **CERTIFICATION OF SECRETARY**

The undersigned, being the duly elected and serving Secretary of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**, a Florida corporation, hereby certify that I am the custodian of the books and records of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**, and that according to such books and records, as of this date, Richard J. Cacchiotti, Paul W. Bridgman, and John Hefflefinger are the only shareholders of **SUNCOAST FASTENER AND SUPPLY COMPANY OF SARASOTA, INC.**.

Dated: November 22<sup>nd</sup>, 1999

  
Paul W. Bridgman  
Secretary