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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
JOHNSON-LANCASTER AND ASSOCIATES, INC.**

The undersigned, as President of JOHNSON-LANCASTER AND ASSOCIATES, INC., does hereby certify that the amendment provided for herein was adopted by the stockholders on the 11 day of November, 2013.

1. Name of Corporation: JOHNSON-LANCASTER AND ASSOCIATES, INC.
2. Document Number: The document number of the Corporation is 653501.
3. Amendment Adopted: ARTICLE THREE is hereby amended and restated to read as follows:

**"ARTICLE THREE
Capital Stock**

The corporation is authorized to issue 7,500 shares of common stock ("Common Stock"). The par value of each share of stock shall be one dollar (\$1.00). Of the Common Stock, 50 shares shall be designated Voting Common Stock and 7,450 shares shall be designated Non-Voting Common Stock. Each of the said shares of Voting Common Stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. There shall be no other differences in the rights of such Common Stock."

4. Stockholder Approval: All of the stockholders entitled to vote on this Amendment approved such Amendment.

5. Other Provisions: All other articles and provisions of the Articles of Incorporation as originally filed on January 25, 1980, shall remain the same.

The undersigned has executed these Articles of Amendment on the 11th day of November, 2013.


Bradford W. Lancaster, President

#1557997_1

Prepared By:
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Johnson, Pope, Bokor, Ruppel & Burns, LLP
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