

829/99

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

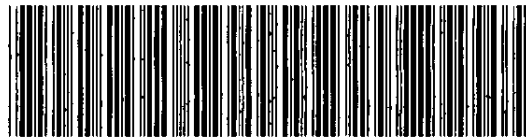
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/06/08--01011--006 **35.00

FILED
2008 JUN -6 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
Stevens
6-10/08

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: HBE Corporation
(Name of Corporation)

DOCUMENT NUMBER: F-29,199

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mary M. Biagioli
(Name of Contact Person)

HBE Corporation
(Firm/Company)

11330 Olive Blvd.
(Address)

St. Louis, MO 63141
(City/State and Zip Code)

For further information concerning this matter, please call:

Mary M. Biagioli at (314) 567-9000
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

829199
(Document number of corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. H B E Corporation
(Name of corporation as it appears on the records of the Department of State)
2. Delaware
(Incorporated under laws of)
3. December 18, 1972
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/28/1973

5. HBE Corporation
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

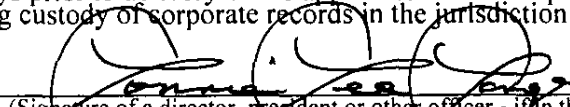
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

X 
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Lonnie Lee Lange

(Typed or printed name of person signing)

Vice President

(Title of person signing)

Delaware

PAGE 1

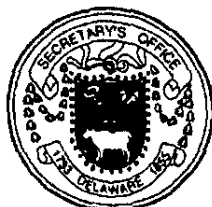
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE RESTATED CERTIFICATE OF "H B E CORPORATION",
CHANGING ITS NAME FROM "H B E CORPORATION" TO "HBE CORPORATION",
FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D.
1973, AT 10 O'CLOCK A.M.

0781698 8100

080483894

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6578533

DATE: 05-08-08

RESTATED CERTIFICATE OF INCORPORATION

OF

H B E CORPORATION

H B E Corporation, a Corporation organized and existing under the laws of the State of Delaware (having filed its original Certificate of Incorporation under the name Kummer Corporation on May 11, 1972 and having filed its Certificate of Amendment on November 13, 1972) hereby certifies as follows:

ARTICLE I

The name of the Corporation is HBE Corporation.

ARTICLE II

The address of the Corporation's registered office in the State of Delaware is 100 West Tenth Street, in the City of Wilmington, County of New Castle, 19801, and the name of its registered agent at such address is The Corporation Trust Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV

The total number of shares of capital stock which the Corporation shall have authority to issue shall be 4,000,000 shares

of common stock, par value \$.04 per share, designated as the "Common Stock."

ARTICLE V

The following provisions are inserted for the management of the business and for the conduct of the affairs of the Corporation and in furtherance of, and not in limitation or exclusion of, the powers conferred by the laws of the State of Delaware:

The number of directors of the Corporation shall be as from time to time shall be fixed by, or in the manner provided in, the By-Laws of the Corporation.

The power to make, alter or repeal the By-Laws is hereby expressly conferred upon the Board of Directors of the Corporation.

The election of directors need not be by written ballot.

ARTICLE VI

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including, but not limited to, and in addition to any other type of action, suit or proceeding, an action, suit or proceeding by or in the right of the Corporation) by reason of the fact that he is or was a director, officer, employee or agent of the Corporation, or is

or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding to the full extent permitted by the General Corporation Law of the State of Delaware from time to time in effect.

The indemnification provided by this Article VI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any statute, By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE VII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Restated Certificate of Incorporation, in the manner now or hereafter prescribed by the statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

This Restated Certificate of Incorporation was duly adopted by the Board of Directors and the stockholders of the Corporation in accordance with the provisions of Sections 242 and 245 of the General Corporation Law of the State of Delaware. The stockholders adopted this Restated Certificate of Incorporation by a consent in writing in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and written notice has been given, as provided in the said Section 228, to those stockholders who have not consented in writing. The Restated Certificate of Incorporation restates and amends the original Certificate of Incorporation, dated May 9, 1972, filed in the Office of the Secretary of State of the State of Delaware on May 11, 1972 as amended by the Certificate of Amendment, dated November 9, 1972, filed in the said Office on November 13, 1972.

The capital of the Corporation will not be reduced under or by reason of the amendments contained in this Restated Certificate of Incorporation.

IN WITNESS WHEREOF, H B E Corporation has caused its corporate seal to be hereunto affixed and this Restated Certificate of Incorporation to be signed by Fred S. Kummer, its President, and attested by Ronald J. Unterreiner, its Assistant Secretary, this 29th day of December, 1973.

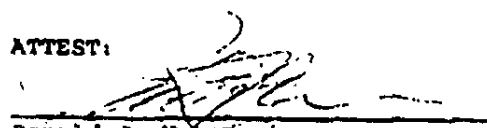
(SEAL)

H B E CORPORATION

By: 

Fred S. Kummer, President

ATTEST:



Ronald J. Unterreiner,
Assistant Secretary