

F05000001952

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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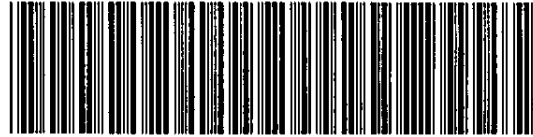
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 JUL -2 PM 4:09

N/C

JUL - 9 2012

T. BROWN

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Carolina Engine & Equipment Company  
Name of Corporation

**DOCUMENT NUMBER:** F05000001952

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

T.L. Brown  
Name of Contact Person

S3 Worldwide  
Firm/Company

PO Box 525  
Address

Travelers Rest SC 29690-0525  
City/State and Zip Code

tombrown@s3ww.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

T.L. Brown at ( 864 ) 834-4328 x705  
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

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
12 JUL -2 PM 4:09

(Title of person signing)

THIS IS TO BE A TRUE AND CORRECT COPY  
TAKEN FROM THE ORIGINAL FILED WITH THE  
CLERK OF THE COURT OFFICE

MAY 25 2012

STATE OF SOUTH CAROLINA  
SECRETARY OF STATE

ARTICLES OF AMENDMENT

*Mark Hammond*  
SECRETARY OF STATE OF SOUTH CAROLINA

**TYPE OR PRINT CLEARLY IN BLACK INK**

Pursuant Section 33-10-106 of the 1976 South Carolina Code of Laws, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is CAROLINA ENGINE & EQUIPMENT COMPANY
2. Date of Incorporation 06/02/1986 **B**
3. Agent's Name and Address TL BROWN 5000 OLD BUNCOMBE ROAD GREENVILLE SC 29617
4. On 05/23/12, the corporation adopted the following Amendment (s) of its Articles of Incorporation: (Type or attach the complete text of each Amendment)

ALL OF THE SHAREHOLDERS DECIDED TO CHANGE THE NAME OF THE CORPORATION TO  
S3 WORLDWIDE INC. THE MAILING ADDRESS STILL IS PO BOX 525 TRAVELERS REST SC  
29690-0525.

5. The manner, if not set forth in the Amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the Amendment shall be effected, is as follows: (if not applicable, insert "not applicable" or "NA").

6. Complete either "a" or "b", whichever is applicable.

- a. ☒ Amendment(s) adopted by shareholder action.  
At the date of adoption of the Amendment, the number of outstanding shares of each voting group entitled to vote separately on the Amendment, and the vote of such shares was:

Voting Group	Number of Outstanding Shares	Number of Votes Entitled to be Cast	Number of Votes Represented at the meeting	Number of Undisputed* Shares
				For or Against
1	13000	13,000	13,000	13,000 0

120612-0116

S3 WORLDWIDE INC.

FILED: 05/25/2012

Filing Fee: \$110.00 ORIG

Mark Hammond

South Carolina Secretary of State

**CAROLINA ENGINE & EQUIPMENT COMPANY**

Name of Corporation

**\*NOTE:** Pursuant to Section 33-10-106(6)(i) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of disputed shares cast for the amendment by each voting group together with a statement that the number of cast for the amendment by each voting group was sufficient for approval by that voting group.

- b. ☐ The Amendment(s) was duly adopted by the incorporators or board of directors without shareholder approval pursuant to Section 33-6-102(d), 33-10-102 and 33-10-105 of the 1976 South Carolina Code of Laws, as amended, and shareholder action was not required.

7. Unless a delayed dated is specified, the effective date of these Articles of Amendment shall be the date of acceptance for filing by the Secretary of State (See Section 33-1-230(b) of 1976 South Carolina Code of Laws, as amended) \_\_\_\_\_

Date 05/23/12 +

CAROLINA ENGINE & EQUIPMENT +

Name of Corporation

  
Signature

THOMAS L. BROWN PRESIDENT +

Type or Print Name and Office

**FILING INSTRUCTIONS**

1. Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed.
2. If the space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form.
3. Filing fees and taxes payable to the Secretary of State at time of filing application.

Filing Fee	\$10.00
Filing tax	<del>\$100.00</del>
Total	\$110.00

Return to: Secretary of State  
1205 Pendleton Street, Suite 525  
Columbia, SC 29201