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April 10, 2000

Florida Secretary of State
Corporations Division
P. O. Box 6327
Tallahassee, Florida 32314

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-04/12/00--01049--007
*****43.75 *****43.75

Re: Conso International Corporation

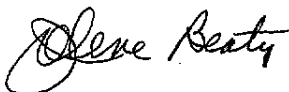
Dear Sir or Madam:

Enclosed herewith is original and one copy of Application by Foreign Profit Corporation to file Amendment to Application for Conducting Affairs in Florida, along with certified copy of name change filed in South Carolina. Also enclosed is our Firm check in the amount of \$43.75 (\$35.00 for the filing fee and \$8.75 for a certified copy).

Please file and return one certified copy to my attention in the stamped, self-addressed envelope.

Please call me at (704) 331-5731 with any questions.

Very truly yours,



Jolene Beaty, CLA
Paralegal for the Firm

JB/

Enclosures

FILED
00 APR 12 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc
E-FILED APR 18 2000

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)

FILED
00 APR 12 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Conso Products Company
Name of corporation as it appears on the records of the Department of State.
2. South Carolina 3. April 12, 1996
Incorporated under laws of 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? November 10, 1998

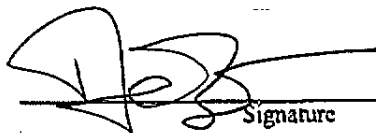
5. Conso International Corporation
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

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



Signature

February 28, 2000

Date

Richard A. Zonin

Typed or printed name

Chief Financial Officer

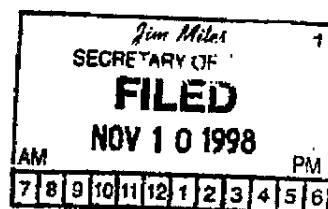
Title

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

MAR 24 2000

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF AMENDMENT



[Signature]
SECRETARY OF STATE OF SOUTH CAROLINA

Pursuant §Section 3-10-106 of the 1976 South Carolina Code, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Conso Products Company

2. On November 9, 1998, the corporation adopted the following Amendment(s) of its Articles of Incorporation:

(Type or attach the complete text of Each Amendment)

See Exhibit A attached.

3. 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").

N/A

4. 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 Voted	
				For	Against
Common	7,386,882	7,386,882	6,424,482	6,409,570	11,835
				(3,077 shares abstained)	

EXHIBIT A

The corporation's Articles of Incorporation are hereby amended by deleting in its entirety Article 1 and inserting in lieu thereof the following:

1. The name of the Corporation is Conso International Corporation.

*NOTE: Pursuant to Section 33-10-106(5)(i), the corporation can alternatively state the total number of undisputed 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 §33-6-102(d), 33-10-102 and 33-10-105 of the 1976 South Carolina Code as amended, and shareholder action was not required.

5. Unless a delayed date is specified, the effective date of these Articles of Amendment shall be the date of acceptance for filing by the Secretary of State (See §33-1-230(b)): _____

DATE November 9, 1998

Conso Products Company

(Name of Corporation)

By: _____

(Signature)

David B. Dechant, as VP of Accounting and CAO

(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	100.00
Total	\$110.00