

# J89027

Florida Department of State

Division of Corporations

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100-4940

## BASIC AMENDMENT

### ARCHITECTURAL COATINGS, INC.

Certificate of Status	0
Certified Copy	1
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*Amendment*

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AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
ARCHITECTURAL COATINGS, INC.

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WHEREAS, the Articles of Incorporation of ARCHITECTURAL COATINGS, INC. were filed with and approved by the Secretary of State of the State of Florida effective the 24<sup>th</sup> day of August, 1987; and

WHEREAS, it is the intention of the directors and the stockholders of ARCHITECTURAL COATINGS, INC. that the Articles of Incorporation of ARCHITECTURAL COATINGS, INC. be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment was approved and adopted by the directors of ARCHITECTURAL COATINGS, INC., pursuant to the provisions of Florida Statutes, Section 607.0821, on the 23<sup>rd</sup> day of January, 2001; and

WHEREAS, the proposed amendment was approved and adopted by all of the stockholders comprising the only voting group of stockholders of ARCHITECTURAL COATINGS, INC., pursuant to the provisions of Florida Statutes, Section 607.0704, on the 23<sup>rd</sup> day of January, 2001; and

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WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of ARCHITECTURAL COATINGS, INC., are hereby amended by deleting in its entirety the present Article III and by substituting therefor the following, to-wit:

"ARTICLE III

Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 165,500 shares of common capital stock having a par value of \$.01 per share of which (i) 1,655 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one (1) vote with respect to all matters to be properly voted on by the stockholders of the corporation, and (ii) 163,845 shares shall be designated nonvoting shares (the "NonVoting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each NonVoting Share shall participate equally in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and

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valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of ARCHITECTURAL COATINGS, INC. by its President and Secretary this 23<sup>rd</sup> day of January, 2001.

ARCHITECTURAL COATINGS, INC.

By: 

John L. Smith, President

By: 

Sally A. Smith, Secretary

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