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FIRST ARTICLES OF AMENDMENT

OF

D.P. AND COMPANY, INC.

EFFECTIVE DATE Article III of the Certificate of Incorporation of D.P. AND COMPANY, INC. is hereby: deleted in its entirety and the following inserted in its place:

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be 10,000 shares of voting stock, each with no par value, and 20,000 shares of nonvoting common stock, each with no par value. The holders of the voting common stock and nonvoting common stock shall have the same rights, privileges and powers, including but not limited to the right to participate in dividends, except the holders of the non-voting common stock shall have no voting rights and all voting rights shall be vested exclusively in the holders of the voting common stock.

The Articles of Amendment shall be effective June 1, 2018.

The foregoing Amendment was adopted by the Director and Shareholders of this _ 2018 and the number of votes cast for the amendment Corporation on __///// by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned as President and Secretary, executed this Articles of Amendment this on _

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