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T. ROBERTS



May 16, 2013

Division of Corporations  
Attn: Amendment Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**RE: Articles of Amendment**

To whom it may concern:

Please find the articles of amendment for Frantzen Capital Management, Inc. along with a check for \$35 enclosed. If you have any questions, please feel free to call me on 813-270-9815.

Yours Sincerely,

A handwritten signature in black ink, appearing to read "Eric Frantzen".

Eric Frantzen

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
of

FRANTZEN CAPITAL MANAGEMENT, INC.

FILED  
13 MAY 24 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Incorporation for **FRANTZEN CAPITAL MANAGEMENT, INC.** ("Corporation") were filed on September 25, 2002 and assigned document number P02000103630 by the office of the Florida Secretary of State.

Pursuant to the provisions of Section 607.1003, *Fla. Stat.*, the Corporation desires to amend its Articles of Incorporation to increase the number of shares the Corporation is authorized to issue.

**NOW THEREFORE**, the Corporation's Articles of Incorporation shall be and are hereby amended as follows:

1. Article IV of the originally filed Articles of Incorporation is hereby deleted, and the following language shall be inserted its place:

**ARTICLE IV**

The capital stock of the corporation shall be divided into two separate classes of stock, Class A common voting stock and Class B common non-voting Stock.

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be two million (2,000,000) shares of stock, par value \$1.00 per share, in two separate classes, as follows: (i) one million (1,000,000) shares of Class A common voting stock and (ii) one million (1,000,000) shares of Class B common non-voting stock.

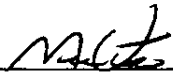
Each share of Class A common voting stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this Corporation; and the voting power of this Corporation shall be entirely vested in its common voting stock. Except as otherwise required by law, shares of Class B common non-voting stock shall have no voting rights whatsoever. Aside from differing voting rights, shares of Class A common voting stock and Class B common non-voting stock shall be equivalent in all respects, including with respect to rights to dividends and liquidation proceeds.


The consideration for the issuance of said shares of common stock, whether Class A voting or Class B non-voting, may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible, in labor or services actually performed for this Corporation, in promises to

perform services in the future evidenced by a written contract, or in other benefits to this Corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

2. This Amendment to the Articles of Incorporation was duly approved and adopted by the Corporation's Board of Directors and duly approved by the unanimous consent of the shareholders of the Corporation at a Joint Meeting of the Shareholders and Directors held on the 31st day of December, 2008, in accordance with Section 607.1006, *Fla. Stat.*, and the number of votes cast for the amendment by the shareholders was sufficient for its approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Amendment this 1st day of April, 2013.

  
\_\_\_\_\_  
Michael M. Via,  
President

  
\_\_\_\_\_  
Eric P. Frantzen,  
CEO / Secretary