

576324

Form 55C-32

103353-80-58

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

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576324

MICROFILM FC  
MAY 4 9 1979

CERTIFICATE OF AMENDMENT

NOT OFFICIAL!

This Document is the property of  
the Lake County Recorder!  
PLA-MOR SPORTS AND TOYS INC.

4288-021 of  
2/18/59

PIONEER NAT'L TITLE INS. CO.

I, EDWIN J SIMCOX Secretary of the State of Indiana, hereby certify that Articles of Amendment for the above Corporation have been filed in the form prescribed by my office, prepared and signed in duplicate in accordance with "An Act concerning domestic and foreign corporations for profit, providing penalties for the violation hereof, and repealing all laws or parts of laws in conflict herewith," approved March 16, 1929, and Acts supplemental thereto.

The Articles amended are as follows, to wit:

The exact text of Articles I & II Are Amended

The name of the Corporation is C. S. CUSTARD MARBLE, INC

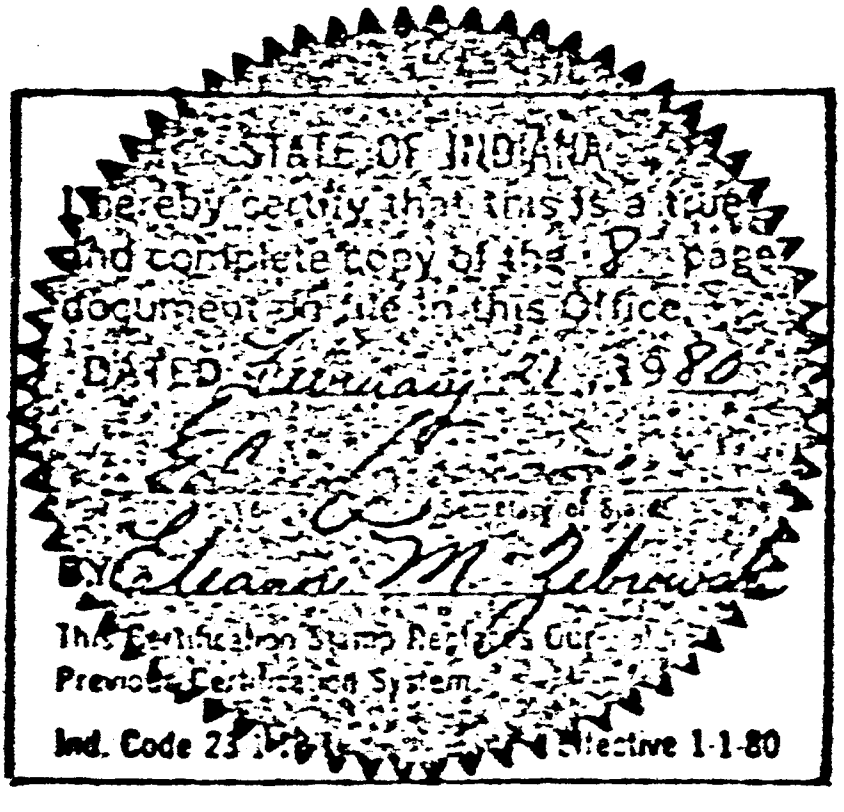
NOW, THEREFORE, upon due examination, I find that the Articles of Amendment conform to law, and have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that the remaining copy of such Articles bearing the endorsement of my approval and filing has been returned by me to the Corporation.

STATE OF INDIANA S. NO  
LAKE COUNTY  
FILED FOR RECORD  
MAR 7 8 45 AM '80  
WILLIAM DIEHL JR.  
RECORDER

In Witness Whereof, I have hereunto set my hand and affixed  
the seal of the State of Indiana, at the City of Indianapolis,  
this 14th day of March  
19 79

Secretary of State

By Deputy



576324

NOTE: This form may now also be used for amending pursuant to the Medical Professional Corporation Act, the Dental Professional Corporation Act, and the Professional Corporation Act of 1965, as well as the General Corporation Act. If the corporation was formed pursuant to the authority of one of these statutes other than the General Corporation Act, so indicate in the preamble below by striking the references to the three inappropriate statutes. Professional Accounting Corporations are considered to be formed pursuant to the authority of the Indiana General Corporation Act, but subject to the provisions of IC 23-1-13.5, and appropriate statutory reference should be made in the preamble or Article I below.

Corporate Form No. 102 (Jan. 1977)—Page One

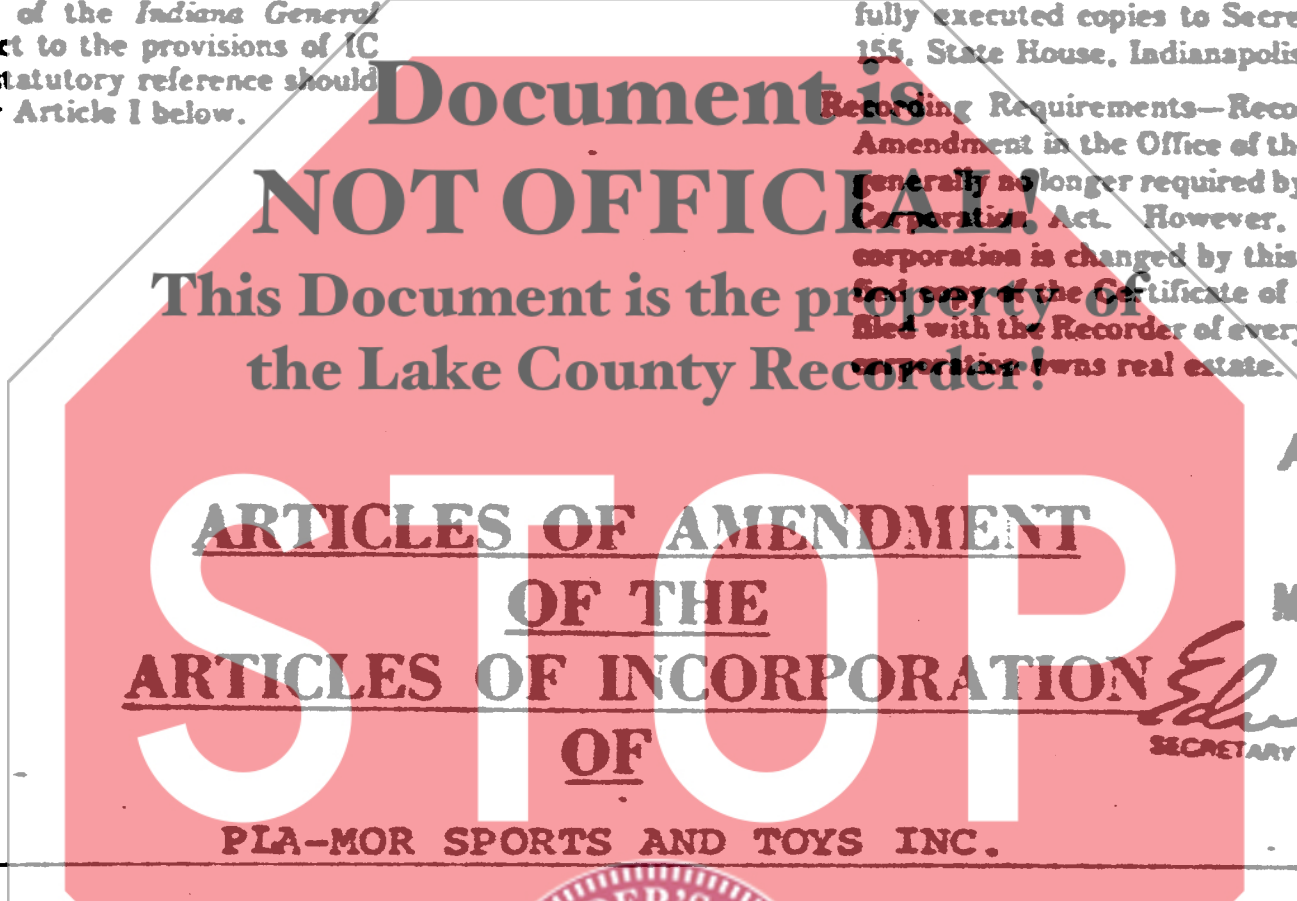
ARTICLES OF AMENDMENT (Amending Individual Articles Only)

Prescribed by Larry A. Conrad, Secretary of State of Indiana

Use Size 8 1/2 x 11 White Paper for Inserts

Filing Requirements—Present 2 originally signed and fully executed copies to Secretary of State, Room 155, State House, Indianapolis 46204

Recording Requirements—Recording of Articles of Amendment in the Office of the County Recorder is generally no longer required by the Indiana General Corporation Act. However, if the name of the corporation is changed by this amendment, a certified copy of the Certificate of Amendment must be filed with the Recorder of every county in which the corporation owns real estate.



APPROVED AND FILED MAR 14 1979

Edmund Junior SECRETARY OF STATE OF INDIANA

The undersigned officers of PLA-MOR SPORTS AND TOYS INC. (hereinafter referred to as the "Corporation") existing pursuant to the provisions of the Indiana General Corporation Act (1900 Professional Corporation Act, as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:

**ARTICLE I**  
**Text of the Amendment**

The exact text of Article(s) I and II of the Articles of Incorporation of the Corporation, as amended (hereinafter referred to as the "Amendments"), now is as follows:

**ARTICLE I**  
**NAME**

The name of the Corporation is U. S. Custom Marble, Inc.

**ARTICLE II**  
**PURPOSES**

- 1. To buy, sell, trade, manufacture, install, design, process and deal in cultured marble products of every kind and nature including all related items and accessories.

5763281

ARTICLE II (Continued)

2. To engage in the rental, loan, and lease of automobiles, trucks, tractors, trailers, and, without limitation, all types of motor vehicles, and, in connection therewith, to purchase and sell motor vehicles and equipment, vehicle parts, articles, and accessories, and to perform repairs and services in connection with the leasing, loaning, or rental of such vehicles, and to acquire, hold, and own any and all licenses, permits, and franchises necessary or useful in connection with the business.

3. To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired or acquired under the General Corporation Law of the State of Indiana.

4. To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, breweries, stores, offices, warehouses, mills, shops, factories, machinery and plants, and necessary, useful or advantageous in the judgment of the board of directors for the purposes of the corporation and which can lawfully be done under said General Corporation Law.

5. To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real property, chattels real, and other property of the company, real and personal, and wheresoever situated, and any and all legal and equitable rights therein.

6. To underwrite, subscribe for, buy, sell, pledge, mortgage, hold, and otherwise deal in stocks, bonds, obligations, or securities of any private or public corporation, government, or municipality, trusts, syndicates, partnerships, or individuals, and to do any other act or thing permitted by law for the preservation, protection, improvement, or enhancement of the value of such shares of stock, bonds, securities, or other obligations including the right to vote thereon.

7. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise and selling or otherwise disposing of the same, or any part thereof, or interest therein.

576324

ARTICLE II (Continued)

8. To buy or otherwise acquire, discount, pledge, hold, exchange, lend money on and generally deal in all kinds of bills, notes, negotiable instruments, commercial paper, stocks, bonds, securities, leases, mortgages, contracts, and evidence of debt and generally to engage in the discount and finance business and all business pertaining and incidental thereto.

9. To lend money on all kinds of real and personal property, tangible or intangible, and to buy or otherwise to acquire, own and hold for investment purposes, all kinds of real and personal property, tangible and intangible, and to lease, mortgage and/or sell such property so acquired.

10. To act as agent or representative of and for individuals, partnerships, firms, associations, or corporations and as such to hold, manage, develop, and extend their business or property or to engage in any lawful enterprise.

11. To form, promote and assist financially or otherwise, corporations, syndicates, partnerships and associations of all kinds, and to give any guarantee in connection therewith or otherwise for the payment of money or for the performance of any obligation or undertaking.

12. To acquire, guarantee, hold, own and vote and to sell, assign, transfer, mortgage, pledge, or otherwise dispose of the capital stock, bonds, securities, or evidence of indebtedness of any other corporation domestic or foreign.

13. To conduct its lawful business within this state; to have one or more offices out of this state; and to acquire, own, hold, and use and to lease, mortgage, pledge, sell, convey, or otherwise dispose of property, real and personal, tangible or intangible, in or out of this state.

14. The corporation shall have the right, privilege and power to pay for any property, real or personal, tangible or intangible, it may acquire or purchase, or for labor actually performed, or services actually rendered for the corporation, with shares of its capital stock, bonds, other obligations or securities, and to issue its share of stock, bonds, other obligations or securities in exchange thereof.

15. To acquire and dispose of all or any part of the goodwill, rights, property and business of any person, entity, partnership, association or corporation heretofore or hereafter engaged in any business which the corporation has the power to conduct; and to pay for the same in cash or in stocks, bonds or other obligations or securities of the corporation or otherwise; and to assume in connection therewith any liabilities of any such person, entity, partnership, association or corporation and conduct in lawful manner the whole or any part of the business thus acquired.

576324

ARTICLE II (Continued)

16. To carry on, engage in, and/or conduct any business or businesses or do any act or acts, which are necessary, convenient or expedient to accomplish the purposes for which this corporation is formed and such as are not repugnant to law.

17. To do all such acts and things as are conducive to the premises. And this corporation shall have the power to conduct its business in all its branches in the State of Indiana and ultimately to hold, purchase, mortgage, lease, convey, manage and control, real and personal property therein as above provided and generally to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of the said corporation, or to promote any of the objects for which the company is formed.

18. To distribute its income to corporations, and any community chest, fund, or foundation, organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, and no substantial part of the activities of which is to carry on propaganda, or otherwise attempting to influence legislation.

19. To act as agent or representative of and for individuals, partnerships, firms, associations, or corporations, and as such, to hold, manage, develop and extend their business or property or to engage in any lawful enterprise.

20. The foregoing clauses shall be construed as powers as well as purposes, and the matters expressed in each clause shall, unless otherwise expressly provided, be in no wise limited by reference to or inference from the terms of any other clause, but shall be regarded as independent powers and purposes and the enumerations of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of any general terms or the general powers of the corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

21. To do everything necessary, advisable, proper, or convenient for the accomplishment of any of the purposes or powers herein set forth; to exercise all powers granted to business corporations by the corporation laws of Indiana as in force from time to time hereafter, and particularly all powers granted by Section Three of the Indiana General Corporation Act of 1929; as from time to time amended, and to do every other act and thing incidental thereto or connected therewith; provided the same shall not be forbidden by the laws of the State of Indiana; and provided further that nothing contained herein shall be construed to authorize the conduct by this corporation of any business not authorized by the Indiana General Corporation Act.

576324

**Document is  
Manner of Adoption and Vote  
NOT OFFICIAL!**

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the Lake County Recorder!**

**Section 1. Action by Directors (select appropriate paragraph).**

(a) The Board of Directors of the Corporation, at a meeting thereof, duly called, constituted and held on \_\_\_\_\_, 19\_\_\_\_, at which a quorum of such Board of Directors was present, duly adopted a resolution proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments that the provisions and terms of Article \_\_\_\_\_ of its Articles of Incorporation be amended so as to read as set forth in the Amendments; and called a meeting of such shareholders, to be held \_\_\_\_\_, 19\_\_\_\_, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.

(b) By written consent executed on January 22, 1979, signed by all of the members of the Board of Directors of the Corporation, a resolution was adopted proposing to the Shareholders of the Corporation entitled to vote in respect of the Amendments, that the provisions and terms of Articles of its Articles of Incorporation be amended so as to read as set forth in the Amendments, and a meeting of such shareholders was called to be held January 22, 1979, to adopt or reject the Amendments, unless the same were so approved prior to such date by unanimous written consent.

**Section 2. Action by Shareholders (select appropriate paragraph).**

(a) The Shareholders of the Corporation entitled to vote in respect of the Amendments, at a meeting thereof, duly called, constituted and held on \_\_\_\_\_, 19\_\_\_\_, at which \_\_\_\_\_

present in person or by proxy, adopted the Amendments.

The holders of the following classes of shares were entitled to vote as a class in respect of the Amendments:

- (1)
- (2)
- (3)

576324

Corporation Form No. 102 (Jan. 1977)—Page Three  
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Indiana

The number of shares entitled to vote in respect of the Amendments, the number of shares voted in favor of the adoption of the Amendments, and the number of shares voted against such adoption are as follows:

	Total	Shares Entitled to Vote as a Class (as listed immediately above)	(1)	(2)	(3)
Shares entitled to vote:					
Shares voted in favor:					
Shares voted against:					

(b) By written consent executed on January 22, 19 79, signed by the holders of 300 shares of the Corporation, being all of the shares of the Corporation entitled to vote in respect of the Amendments, the Shareholders adopted the Amendments.

**Section 3. Compliance with Legal Requirements.**

The manner of the adoption of the Amendments, and the vote by which they were adopted, constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

**ARTICLE III**

**Statement of Changes Made With Respect to Any Increase  
In The Number of Shares Heretofore Authorized**

Aggregate Number of Shares Previously Authorized	<u>300</u>	
Increase	<u>-0-</u>	{indicate "0" or "N/A" if no increase}
Aggregate Number of Shares To Be Authorized After Effect of This Amendment	<u>300</u>	

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Corporate Form No. 102 (Jan. 1977)—Page Four  
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Indiana

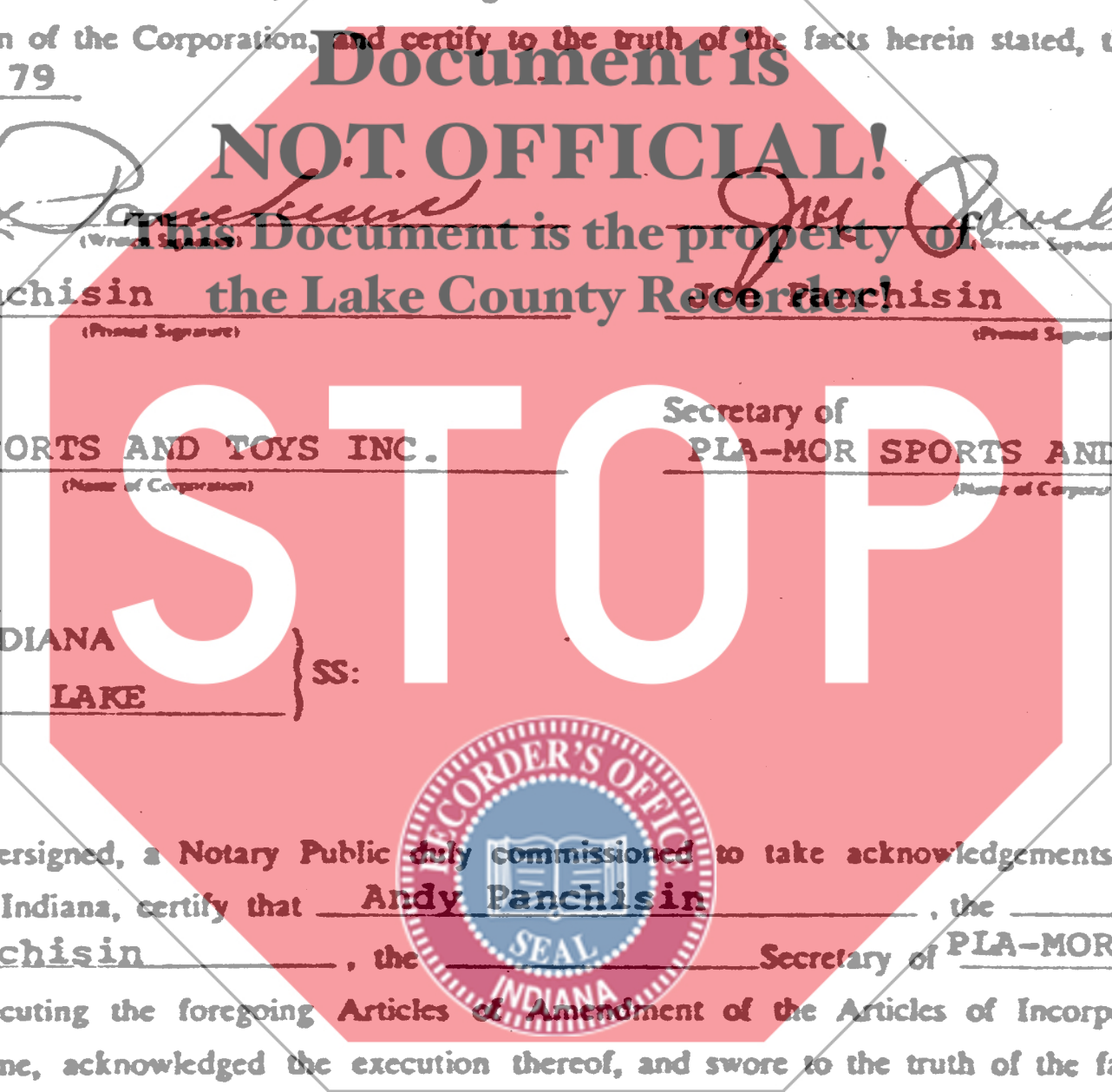
IN WITNESS WHEREOF, the undersigned officers execute these Articles of Amendment of the Articles  
of Incorporation of the Corporation, and certify to the truth of the facts herein stated, this \_\_\_ day of \_\_\_  
\_\_\_, 19\_\_79\_\_

*Andy Panchisin* *Joe Panchisin*  
\_\_\_\_\_  
Andy Panchisin the Lake County Recorder Joe Panchisin  
(Printed Signature) (Printed Signature)

President of  
PLA-MOR SPORTS AND TOYS INC.  
(Name of Corporation)

Secretary of  
PLA-MOR SPORTS AND TOYS INC.  
(Name of Corporation)

STATE OF INDIANA }  
COUNTY OF LAKE } SS:



I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths  
in the State of Indiana, certify that Andy Panchisin, the President, and  
Joe Panchisin, the Secretary of PLA-MOR SPORTS AND TOYS INC  
the officers executing the foregoing Articles of Amendment of the Articles of Incorporation, personally ap-  
peared before me, acknowledged the execution thereof, and swore to the truth of the facts therein stated.

Witness my hand and Notarial Seal this 23rd day of February, 1979.

*Mary Lee Warner*  
\_\_\_\_\_  
Mary Lee Warner  
(Printed Signature)

County of Residence:  
Lake

My Commission Expires:

Notary Public

1-28-83

This instrument was prepared by Lowell E. Enslin, Attorney at Law,

53 Muenich Court  
(Number and Street or Building)

Hammond  
(City)

Indiana  
(State)

46320  
(Zip Code)