

STATE OF ALABAMA

DOMESTIC BUSINESS CORPORATION  
AMENDMENT TO FORMATION/ARTICLES

PURPOSE: In order to amend a Business Corporation's (formerly known as For-Profit Corporation) Certificate of Formation/Articles of Incorporation under Section 10A-2-10.06 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.



20131008000403260 1/4 \$83.00  
Shelby Cnty Judge of Probate, AL  
10/08/2013 10:27:10 AM FILED/CERT

(For County Probate Office Use Only)

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

**This form must be typed or laser printed.**

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:

Central Industrial Supply, Inc.

2. The date the Certificate of Formation was filed in the county: 06 / 11 / 1976 (format MM/DD/YYYY)

3. The titles, dates, and places of filing of any previous Amendments: None

**Attach a listing if necessary.**

4. Alabama Entity ID Number (Format: 000-000): 041- 954 - **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at [www.sos.alabama.gov](http://www.sos.alabama.gov) under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Mitchell A. Spears  
Attorney at Law  
P O Box 119  
Montevallo AL 35115

**DOMESTIC BUSINESS CORPORATION AMENDMENT**

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State **must** be attached.]

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

5. The following amendment was adopted on 09 / 23 / 2013 (format MM/DD/YYYY):

Refer to attached amendment confirming retirement of certain common voting

shares and creating certain common non-voting shares of stock.

☐ Additional Amendments and the dates on which they were adopted are attached.

**Item 6, 7, or 8 MUST be checked/completed with any appropriate attachments.**

6. ☐ The board of directors without shareholder action approved the Amendment. Shareholder action was not required.

7. ☒ The shareholders approved the Amendment. The total number of votes entitled to be cast was 80 (information is required for item a or b). Complete one of the following:

a. The total number of votes cast for amendment was \_\_\_\_\_ and the total number of votes cast against amendment was \_\_\_\_\_.

b. The total number of undisputed votes cast for amendment was 80 which was a sufficient number of votes to approve amendment.

8. ☐ Amendment by voting groups was required; the information required in item 5 above is provided for each voting group and is attached to and made part of this Domestic Business Corporation Amendment document.

09/23/2013  
Date (MM/DD/YYYY)

Timothy E. Bragg  
Signature as required by 10A-2-1.20

Timothy E. Bragg  
Typed Name of Above Signature

Chairman  
Typed Title/Capacity to Sign under 10A-2-1.20



STATE OF ALABAMA       )  
COUNTY OF SHELBY       )

**CENTRAL INDUSTRIAL SUPPLY, INC.**  
**STATEMENT OF CANCELLATION OF CERTAIN VOTING SHARES**  
**AND CREATION OF NON-VOTING SHARES**

On the 23<sup>rd</sup> day of September, 2013, there was a special meeting called of the Directors and Officers of Central Industrial Supply, Inc. (the "Corporation"). There were present at said meeting Timothy E. Bragg, Chairman of the Board of Directors and President, and Virginia A. Bragg, Director and Secretary. The attendees of said meeting constitute all of the Directors, Officers and Shareholders of the Corporation.

Pursuant to motions duly made, seconded and unanimously approved, certain actions relating to the cancellation of certain voting shares and the creation of non-voting shares of stock occurred as follows:

1. The name of the Corporation is Central Industrial Supply, Inc.
2. By resolution of the Corporation, the Corporation confirmed and ratified that, on or about March 18, 1980, Timothy E. Bragg became the owner of 79 shares of common voting stock of the Corporation, Virginia A. Bragg, became the owner of 1 share of common voting stock of the Corporation and 20 shares of common voting stock which had previously been maintained by the corporate treasury had been retired. Consequently, all of the shares of stock of the Corporation (consisting of 80 common voting shares) were issued and outstanding to the above referenced Shareholders, who continue to hold such voting common shares in the denominations hereinabove referenced, there having been only 100 common voting shares ever issued by the Corporation.
3. By resolution of the Corporation, the Corporation, upon the date of said meeting, established a class of common non-voting stock, consisting of 1000 shares. The Corporation authorized the issuance of 790 non-voting shares to Timothy E. Bragg and 10 non-voting shares to Virginia A. Bragg. The remaining 200 shares of non-voting stock were reserved in the corporate treasury until such time as the Corporation authorizes issuance of same, whether by purchase, gift or bequest. Said non-voting shares of stock shall be equivalent in value to the class of common shares of voting stock (upon a "per share" basis), and all non-voting shares shall have full incidences of ownership, with the exception of the right to vote shares. Provided,

*Return to Mitchell, Jr.*



20131008000403260 3/4 \$83.00  
Shelby Cnty Judge of Probate, AL  
10/08/2013 10:27:10 AM FILED/CERT

however, no non-voting shares shall be used as collateral or security on any loan or debt, or otherwise be allowed to incur any lien or encumbrance of any kind, except as between and among Shareholders of the Corporation and/or the Corporation. Any attempt to create any lien or encumbrance by a Shareholder of any of the non-voting shares of stock of the Corporation to a person or entity which does not constitute a Shareholder of the Corporation or the Corporation is strictly prohibited, and shall be considered void ab initio.

4. As of the date of the filing of this statement, all shares, of all classes, of corporate stock are currently owned as follows:

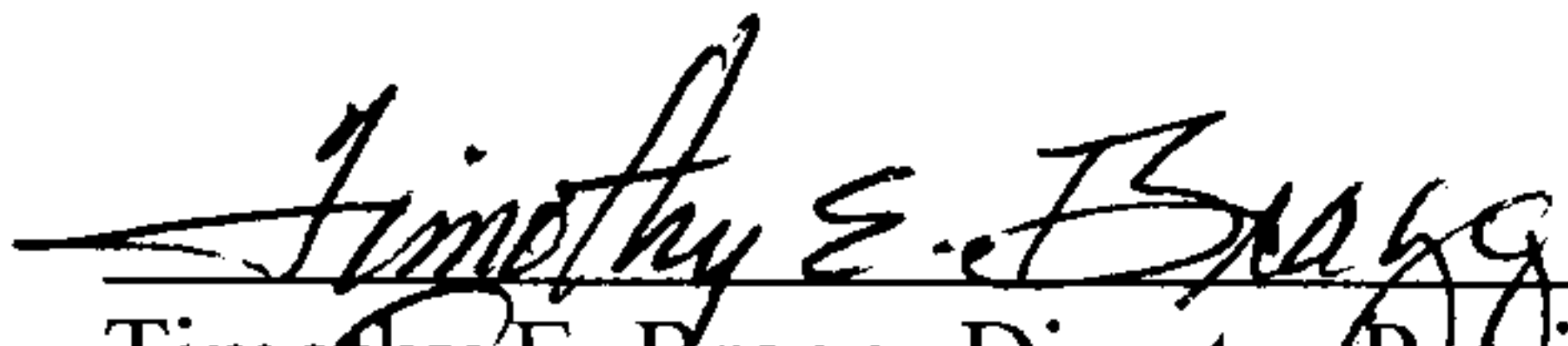
<u>Shareholder</u>	<u>Class</u>	<u>No. of Shares</u>
Timothy E. Bragg	Common Voting Shares	79
	Common Non-Voting Shares	790
Virginia A. Bragg	Common Voting Shares	1
	Common Non-Voting Shares	10
Retained by Treasury	Common Non-Voting Shares	200

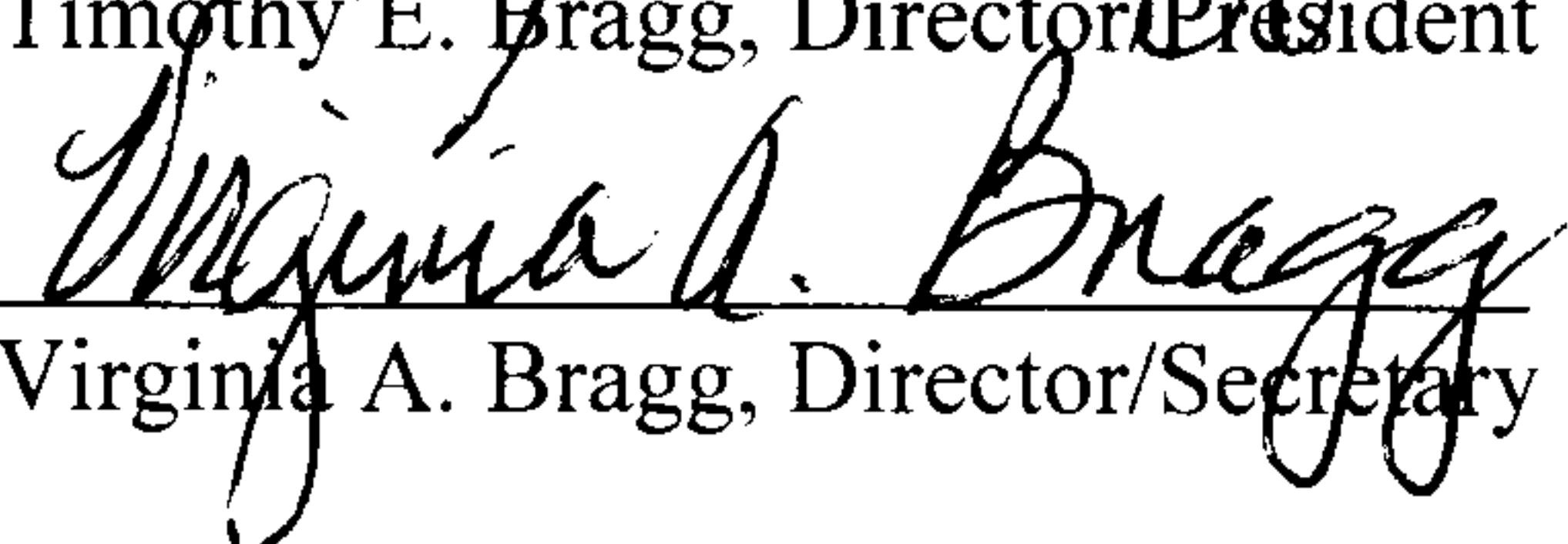
5. Following the cancellation of the 20 common voting shares, and the creation of the 1000 common non-voting shares, there remains 200 common shares of non-voting stock within the corporate treasury.

6. The class of common non-voting shares shall be “**Restrictive Transfer Shares**”, the restrictions of which are specifically set forth within the Shareholder Buy-Sell Agreement heretofore executed by all persons defined as “Shareholders” therein on the 23<sup>rd</sup> day of September, 2013.

The terms and provisions of this Statement are in conformity with the Articles and By-Laws of the Corporation and in compliance with Alabama laws.

IN WITNESS WHEREOF, this Statement, inclusive of all acts pertaining hereto, was entered, adopted and approved by the Corporation this 23<sup>rd</sup> day of September, 2013.

  
Timothy E. Bragg, Director/President

  
Virginia A. Bragg, Director/Secretary

