

# Commonwealth of Kentucky

## Department of State



### Office of Secretary of State

HENRY H. CARTER, SECRETARY

#### ARTICLES OF AMENDMENT

I, HENRY H. CARTER, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Articles of Incorporation of

PEPPER-PEAK-FLORENCE TOBACCO WAREHOUSE CO.

Cynthiana, Kentucky

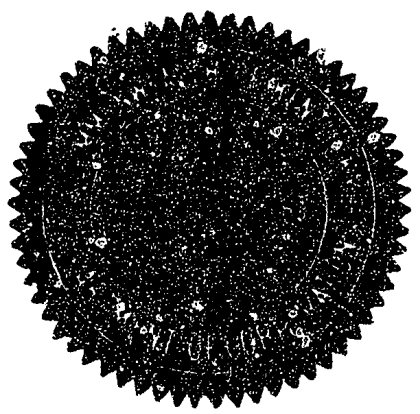
have been amended pursuant to Articles of Amendment, duly signed and acknowledged according to law, this day filed in my office by said corporation, and that all taxes, fees and charges payable upon the filing of said Articles of Amendment have been paid.

Witness my official signature this 20th day

of June, 1963.

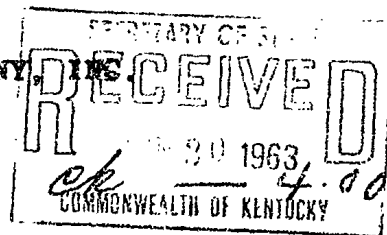
*Henry H. Carter*  
Secretary of State

*Lucille Barclay*  
Assistant Secretary of State



PEPPER-PEAK-FLORENCE TOBACCO WAREHOUSE COMPANY, INC.

AMENDMENTS OF ARTICLES



KNOW ALL MEN BY THESE PRESENTS:

That we, E. C. Pepper, J. R. Peak, and V. D. Florence, being all of the officers and directors of the above named PEPPER-PEAK-FLORENCE TOBACCO WAREHOUSE COMPANY, INC., do hereby amend the Articles of Incorporation which were heretofore executed and filed in the Office of the Secretary of State of the Commonwealth of Kentucky on the 31st day of August, 1938, and a copy of which was filed in the Office of the Harrison County Court Clerk, Cynthiana, Kentucky, on August 30, 1938, and said amendment is as follows:-

ARTICLE III is hereby amended to include the following paragraph:-

"To engage, promote, carry on, raise, purchase, sell and deal in, as brokers or otherwise, all kinds of livestock, farming, farms, farm machinery of all kinds and descriptions, hardware, farm supplies, and merchandise therefor of any and all kinds, feeds, fertilizer, and as dealers and brokers of tobacco and tobacco products and any and all items related thereto. It is expressly intended that Article III in the original Articles and this amendment thereto of the provisions thereof are to have the broadest and widest application and are to include and embrace every activity either directly or remotely connected with or pertaining to the provisions thereof."

ARTICLE IV is hereby amended to read:-

"The total number of shares authorized is One

Thousand (1,000) Shares of common stock of no par value, which may be issued by the Corporation from time to time for such consideration as may be fixed by the Board of Directors."

ARTICLE VII is hereby amended to read as follows:-

"The affairs and business of the Corporation shall be managed and conducted by not less than three (3) nor more than ten (10) directors, one of whom shall be elected President of the Board and another Vice-President. The President of the Board shall be the chief executive officer of the Company. The directors shall be elected by the stockholders at an election which shall be held at the Company's office in Cynthiana, Kentucky, at the annual meeting of the stockholders on the first Saturday after the first Monday in July, 1963, and on the first Saturday after the first Monday in July of each year thereafter. The Board of Directors shall at the said annual meeting elect one of their number President and another Vice-President and they shall also elect a Secretary and Treasurer. The office of Secretary and Treasurer may be held by the same person and shall not be required to be a member of the Board of Directors. A majority of the Directors shall have the power to remove the Secretary and/or Treasurer at any time."

ARTICLE VIII is hereby amended to read:-

"The highest amount of indebtedness or liability which the Corporation may at any time incur shall be Five Hundred Thousand (\$500,000.00) Dollars."

IN TESTIMONY WHEREOF, witness our hands as the officers and directors of the PEPPER-PEAK-FLORENCE TOBACCO WAREHOUSE COMPANY, INC., on this the 15th day of June, 1963.

[Signature]  
President

[Signature]  
Vice-President

[Signature]  
Secretary

STATE OF KENTUCKY     )  
                                  )   SCT.  
COUNTY OF HARRISON   )

The undersigned, G. L. Tucker, a Notary Public, State at Large, in and for the state of Kentucky and County of Harrison, aforesaid, does hereby certify that the foregoing Amended Articles of Incorporation of PEPPER-PEAK-FLORENCE TOBACCO WAREHOUSE COMPANY, INC., were subscribed and sworn to before me by R. C. Pepper, J. R. Peak and V. D. Florence, and each of them acknowledged the same to be their act and deed.

Witness my hand this 15th day of June, 1963.  
My Commission expires June 30, 1963.

[Signature]  
Notary Public, Harrison Co.  
State-at-Large

ORIGINAL COPY  
FILED AND RECORDED  
[Signature]  
JUN 20 1963

SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY  
BY [Signature]  
ASSISTANT SECRETARY OF STATE