

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
VAN ZANDT, EMRICH & CARY, INCORPORATED**

Pursuant to the provisions of KRS 14A and KRS 271B.10-060, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE I

The name of the corporation is Van Zandt, Emrich & Cary, Incorporated.

ARTICLE II

The text of the amendment adopted is as follows:

“ARTICLE I

The name of the corporation is Plantside Holdings, Inc.”

ARTICLE III

The foregoing amendment was adopted by the Corporation’s shareholders entitled to vote on such amendment, who approved the amendment by unanimous written consent effective as of January 15, 2016.

ARTICLE IV

The Corporation has outstanding Six Thousand Four Hundred Twenty-Five (6,425) common shares, no par value per share, each of which was entitled to one (1) vote with respect to the amendment. Voting rights are vested exclusively in the holders of common shares, and there are no other voting groups entitled to vote on the amendment. All votes were cast for the amendment, which number was sufficient for approval of the amendment.

The duly authorized officer of the Corporation has executed these Articles of Amendment as of the 15 day of January, 2016.

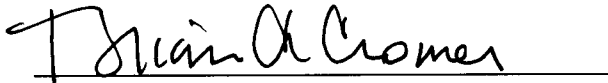
VAN ZANDT, EMRICH & CARY,
INCORPORATED

By:



Michael A. Arnold, President

THIS INSTRUMENT PREPARED BY:



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