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Michael G. Adams Kentucky Secretary of State Received and Filed: 11/15/2024 2:22 PM Fee Receipt: \$205.00

# AMENDED AND RESTATED ARTICLES OF INCORPORAT OF TRENWA, INC.

George W. Schurr, Chief Executive Officer of Trenwa, Inc., a Kentucky corporation (the "Corporation"), hereby certifies that:

- 1. He is the Chief Executive Officer of the Corporation; and
- 2. That the shareholders of the Corporation have approved, by the requisite requirement for approval, as of the 30<sup>th</sup> day of October, 2024, that the Articles of Incorporation of this Corporation be amended and restated in their entirety to read as follows (the "Amended and Restated Articles of Incorporation") and that the Amended and Restated Articles of Incorporation supersede and take place of the existing Articles of Incorporation and all prior amendments thereto and restatements thereof:

#### Article I Name

The name of the Corporation shall be Trenwa, Inc.

## Article II Registered Office and Registered Agent

The street address of the registered office of the Corporation in the Commonwealth of Kentucky is:

1419 Alexandria Pike

Fort Thomas, Campbell County, Kentucky 41075

The registered agent at the same address is:

George W. Schurr

#### Article III Principal Office

The place in Kentucky where its principal office is to be located is 1419 Alexandria Pike, Fort Thomas, Campbell County, Kentucky, 41075.

#### Article IV Purposes

The corporation's purpose shall be to engage in any and all lawful business activities for which corporations may be incorporated under the Kentucky Business Corporation Act and all such other acts as are necessary, convenient or expedient to accomplish the business purposes of the corporation, or as are incidental thereto.

### Article V Capital Stock

The capital stock of the Corporation shall consist of 2,500 shares of Class A common stock and 22,500 shares of Class B common stock for a total of 25,000 shares of authorized common stock without par value. The Class A shares shall have exclusive voting powers in all matters pertaining to the business of the Corporation with each Class A share being entitled to one vote per share. The Class B shares shall have limited voting rights as prescribed in the Corporation's Bylaws, but, in all other respects shall be equal to Class A common shares.

#### Article VI Shareholder/Director Liability

The shareholders of the Corporation shall not be personally liable for the debts and obligations of the Corporation except where (a) a shareholder has personally guaranteed the payment and/or collection of any Corporation debt and/or obligation, (b) the Corporation incurs a liability as a direct result of a shareholder's actions which involve intentional misconduct or is known to the shareholder to be in violation of the law.

No director shall be personally liable to the Corporation or its shareholders for monetary damages for breach of his duties as a director except to the extent that the applicable law from time to time in effect shall provide that such liability may not be eliminated or limited.

Neither the amendment nor repeal of this article shall affect the liability of any director of the Corporation with respect to any act or failure to act which occurred prior to such amendment or repeal.

This article is not intended to eliminate or limit any protection otherwise available to the directors of the Corporation.

**IN WITNESS WHEREOF,** the undersigned being the Chief Executive Officer of Trenwa, Inc., a Kentucky corporation, has hereunto subscribed his name as of this 30<sup>th</sup> day of October, 2024.

TRENWA, INC., a Kentucky Corporation

Y: Bergolikhun
George W. Schurr, Chief Executive Officer

I consent to serve as the registered agent on behalf of Trenwa, Inc.

/s/ George W. Schurr

George W. Schurr, Chief Executive Officer