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AMD
Michael G. Adams
Kentucky Secretary of State
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SCOTT AND MURPHY, INC.**

The undersigned, Scott and Murphy, Inc., a Kentucky corporation (the “Corporation”), for the purpose of restating the Articles of Incorporation of the Corporation, and pursuant to the provisions of Section 271B.70-070 of the Kentucky Business Corporation Act, hereby certifies that:

1. The name of the Corporation on record with the Office of the Secretary of State is Scott and Murphy, Inc.
2. These Amended and Restated Articles of Incorporation are adopted by the sole Director of the Corporation effective as of January 31, 2023. No amendment of any provision hereof requires shareholder approval.
3. The Corporation’s Articles of Incorporation were amended, so that, as amended and restated, such Articles of Incorporation shall be as follows:

ARTICLE I

The name of the corporation (this “Corporation”) shall be Scott and Murphy, Inc.

ARTICLE II

The purpose of the Corporation is to engage in any lawful business for which corporations may be incorporated under the Kentucky Business Corporation Act.

ARTICLE III

The duration of this Corporation shall be perpetual.

ARTICLE IV

Until otherwise designated as provided by law, the name and Post Office address of the authorized agent of the Corporation upon whom process shall be served shall be:

G. Michael Murphy
2335 Barren River Rd.
P.O. Box 2520
Bowling Green, Kentucky 42102

ARTICLE V

Until otherwise designated as provided by law, the principal office location and Post Office address of the Corporation shall be:

2335 Barren River Rd.
Bowling Green, Kentucky 42102

ARTICLE VI

This Corporation is authorized to issue one thousand (1,000) shares of no par value common stock and each share shall entitle the registered holder thereof to one (1) vote and all shares shall have equal voting rights.

ARTICLE VII

The property and business of the Corporation shall be controlled and managed by the Board of Directors. The number of directors which shall constitute the Board of Directors shall be fixed by, or in the manner provided in, the Bylaws. Directors need not be shareholders of the Corporation unless the Bylaws require them to be shareholders.

ARTICLE VIII

(a) The Corporation may indemnify, to the fullest extent permitted by KRS 271B.8-510, *et seq.* (Subtitle 8 of the Kentucky Business Corporation Act), any person (an “Indemnified Person”) who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a “Proceeding”) by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys’ fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding; *provided*, that if the Indemnified Person is a director or officer of the Corporation, the Corporation shall indemnify such Indemnified Person in the Proceeding to the fullest extent permitted by Subtitle 8 of the Kentucky Business Corporation Act.

(b) The Corporation may (and in the case of a director or officer of the Corporation, shall) pay the expenses (including attorneys’ fees) incurred by an Indemnified Person in defending any Proceeding in advance of its final disposition, provided, however, that, to the extent required by law, such payment of expenses in advance of the final disposition of the Proceeding shall be made only upon receipt of an undertaking by the Indemnified Person to repay all amounts advanced if it should be ultimately determined that the Indemnified Person is not entitled to be indemnified under this Article VIII or otherwise.

(c) Without limiting the generality of the foregoing provisions of this Article VIII, to the fullest extent permitted or authorized by the laws of the Commonwealth of Kentucky, including, without limitation, the provisions of Subtitle 8 of the Kentucky Business Corporation Act, as now in effect and as it may from time to time hereafter be amended, no director of the Corporation shall be personally liable to the Corporation or to its shareholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the limitation of liability provided by the immediately preceding sentence shall not adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to or at the time of such repeal or modification. If the Kentucky Business Corporation Act is amended after the effective date of these Articles of Incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation automatically shall be eliminated or limited to the fullest extent permitted by the Kentucky Business Corporation Act, as so amended.

(d) Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of the Corporation's Articles of Incorporation inconsistent with this Article VIII, shall eliminate or reduce the effect of this Article VIII, in respect of any matter occurring, or any action or Proceeding accruing or arising or that, but for this Article VIII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

I declare under penalty of perjury under the laws of Kentucky that the forgoing is true and correct.

Dated: January 31, 2023

G. Michael Murphy

G. Michael Murphy, Sole Director