



State of Rhode Island and Providence Plantations  
Office of the Secretary of State

Fee: \$50.00

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

**Business Corporation  
Articles of Amendment**

(Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended)

**ARTICLE I**

The name of the corporation is Leonard Valve Company

If the entity's name is changing, state the new name: Leonard Valve Company

**ARTICLE II**

The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on 12/27/2017, in the manner prescribed by Chapter 7-1.2 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation, including, if applicable, a change made in Article I:

If the authorized shares are changing, modify the following section:  
(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CWP	\$25.0000	10,000.00

If the corporate duration is changing, so state:  Perpetual

If the corporate purpose is changing, so state:

MANUFACTURE WATER TEMPERATURE CONTROLS.

If there are any other provisions to be amended, so state:

VOTED: THAT THE ARTICLES OF INCORPORATION OF THE CORPORATION BE AMENDED BY AMENDING AND RESTATING ARTICLE FIFTH IN ITS ENTIRETY SO THAT, AS AMENDED AND RESTATED, SAID ARTICLE SHALL BE AND READ IN ITS ENTIRETY AS FOLLOWS:

"FIFTH: THAT THE TOTAL NUMBER OF SHARES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS: TEN THOUSAND (10,000) SHARES OF COMMON STOCK, \$25.00 PAR VALUE PER SHARE.

THE COMMON STOCK SHALL BE DIVIDED INTO TWO CLASSES:

(I) TWO HUNDRED (200) SHARES SHALL BE DEEMED TO BE CLASS A VOTING COMMON STOCK; AND

(II) NINE THOUSAND EIGHT HUNDRED (9,800) SHARES SHALL BE DEEMED TO BE CLASS B NON-VOTING COMMON STOCK.

EXCEPT AS REQUIRED BY LAW, ALL VOTING POWER SHALL BE VESTED SOLELY AND EXCLUSIVELY IN THE CLASS A VOTING COMMON STOCK AT THE RATE OF ONE VOTE PER SHARE SO LONG AS ANY CLASS A VOTING COMMON STOCK IS ISSUED AND OUTSTANDING. IF, AND ONLY IF, THERE ARE NO CLASS A VOTING COMMON STOCK ISSUED AND OUTSTANDING, WILL THE CLASS B NON-VOTING COMMON STOCK BE ENTITLED TO VOTE AT THE RATE, IN THAT CASE, OF ONE VOTE PER SHARE.

EXCEPT AS PROVIDED HEREIN WITH RESPECT TO VOTING RIGHTS, CLASS A VOTING COMMON STOCK AND CLASS B NON-VOTING COMMON STOCK SHALL HAVE IDENTICAL POWERS, PREFERENCES, RIGHTS, QUALIFICATIONS, LIMITATIONS AND RESTRICTIONS, INCLUDING BUT WITHOUT LIMITING THE FOREGOING, RIGHTS TO DIVIDENDS, INCLUDING STOCK DIVIDENDS AND RIGHTS IN LIQUIDATION; PROVIDED, HOWEVER, THAT IF ANY CLASS B NON-VOTING COMMON STOCK IS ISSUED AND OUTSTANDING, THEN STOCK DIVIDENDS DECLARED WITH RESPECT TO COMMON STOCK SHALL BE DISTRIBUTABLE, AS TO CLASS B NON-VOTING COMMON STOCK, ONLY IN NON-VOTING COMMON STOCK.

NO TRANSFER OF STOCK SHALL BE MADE UPON THE BOOKS OF THE CORPORATION UNLESS SAID STOCK HAS FIRST BEEN OFFERED TO THE CORPORATION OR UNLESS SUCH OFFER HAS BEEN WAIVED BY VOTE OF THE BOARD OF DIRECTORS.”

### ARTICLE III

As required by Section 7-1.2-105 of the General Laws, the corporation has paid all fees and taxes.

### ARTICLE IV

These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

**Signed this 28 Day of December, 2017 at 10:05:30 AM.** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

E. NILES WILCOX, PRESIDENT

Form No. 101  
Revised 09/07



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

December 28, 2017 10:02 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea  
*Secretary of State*

