

CERTIFIED COPY OF RESOLUTION AMENDING
ARTICLES OF INCORPORATION.

To the Honorable
Secretary of State:

We, the undersigned, Arthur Chevrolet and O. A. Kuehrmann, being respectively president and secretary of Arthur Chevrolet Aviation Motors Corporation, a corporation organized under the laws of the State of Indiana, having its principal place of business at Indianapolis, Marion County, State of Indiana, hereby certify that a special meeting of the stockholders was held at the office of said corporation at 410 W. Tenth Street, Indianapolis, Indiana, on Saturday March 30, 1929, at 2:00 o'clock, P.M., pursuant to the following notice:

"BE IT RESOLVED THAT, a Special Meeting of the stockholders of the Arthur Chevrolet Aviation Motors Corporation be and the same is hereby called to be held in the office of the company at 410 W. Tenth Street, Indianapolis, Indiana, on March 30th, 1929, at 2:00 o'clock P.M., of said day for the purpose of increasing the Company's capital stock from 20,000 shares, no par value to 100,000 shares, no par value and to provide for the sale of said stock.

Yours very truly,

ARTHUR CHEVROLET AVIATION MOTORS CORPORATION

BY (Signed) A. Chevrolet,
President.

(Signed) Otto A. Kuehrmann
Secretary-Treasurer."

The following resolution was adopted by the stockholders of said corporation, to-wit:

"Thereupon Byron P. Prunk offered and moved the adoption of the following resolution to-wit:

Resolved by the stockholders of the Arthur Chevrolet Aviation Motors Corporation that Article Three of the Amended Articles of Incorporation as amended on November 5, 1928, which is as follows:

'ARTICLE THREE, CAPITAL STOCK. The capital stock of this company shall consist of 20-000 shares of common stock, no par value.

Said stock shall be sold at \$50.00 per share. The holders of all the present outstanding stock, i.e., 748 shares shall receive on exchange therefor 1258 shares of the new common stock of no par value."

Be and the same is hereby amended to read as follows, to-wit:

"ARTICLE THREE, CAPITAL STOCK. The capital stock of this Company shall consist of 100,000 shares of common stock of no par value. Said stock shall be sold at \$10.00 per share. The holders of all the present outstanding common stock shall receive in exchange therefor five shares of new no par stock for each share of old no par stock."

The motion to adopt being duly seconded, the meeting submitted the adoption or rejection of said resolution to a vote of said stockholders by ballot. The ballot being cast, the inspectors,

William H. Faust and Gordon S. Griffin
duly appointed by the Chairman, collected, counted and reported the same as follows:

Total number of shares voted in the affirmative	<u>1958</u>
" " " " " " " " negative	<u>None</u>

All of which votes were cast by the stockholders present in person or duly represented by proxy. All of said votes having been found by the inspectors to have been duly qualified and so reported, all as provided by the by-laws of said company.

More than two-thirds of all the shares of the stock of said company then outstanding having been duly voted in favor of the adoption of said resolution and thereby having approved said resolution for such amendment the same was therefore duly declared to have been adopted by said meeting.

Byron P. Prunk offered and moved the following resolution which was seconded by Gordon S. Griffin:

"BE IT RESOLVED THAT the officers of the Company be and they are hereby directed to do all things required to be done to amend the articles of incorporation as heretofore directed and to have same recorded as required under the laws of Indiana."

Said resolution was unanimously adopted.

IN WITNESS WHEREOF, we have hereunto set our hands as president and secretary of the Arthur Chevrolet Aviation Motors Corporation and the seal of said company this the 1st day of April, 1929.

A. Chevrolet
President.

Attest:

Otto A. Kuehrmann
Secretary.

(STATE OF INDIANA)
COUNTY OF MARION) SS.

Before me the undersigned Notary Public in and for the County and State aforesaid personally appeared Arthur Chevrolet and Otto A. Kuehrmann, who being by me first duly sworn upon their respective oaths, depose and say that they are president and secretary respectively of the Arthur Chevrolet Aviation Motors Corporation, a corporation incorporated under the laws of Indiana and as such president and secretary they are familiar with the records of the company and particularly with the special meeting of the stockholders held on March 30, 1929, which adopted the resolution amending Article Three set out in the foregoing certificate; that they signed said certificate as the duly authorized president and secretary of said company and that the words and figures thereof are true.

Further affiant sayeth not.

A. Chevrolet
Otto A. Kuehrmann
Robert K. Eby
Notary Public, Marion Co., Ind.

Subscribed and sworn to before me this April 1st 1929.

(Seal)

My commission expires

June 28, 1931.

TO ALL TO WHOM THESE PRESENTS COME, GREETING:

Indianapolis, Indiana
April 1st 1929.

The undersigned herewith transmits to you check in the sum of \$ 808⁰⁰ in payment of a fee claimed to be due from it on account of increase in capital stock represented in the State of Indiana. The undersigned makes this payment under protest hereby waiving, however, any claim which the undersigned may have against Otto G. Fifield, Secretary of State, personally or on his official bond.

Very truly yours,

Arthur Chevrolet Aviation Motors Corporation
(Corporation)
By Otto A. Suckerman Secy Treas