

**AMENDMENT NUMBER TWO
CBE COMPANIES 401(K) RETIREMENT PLAN**

BY THIS AGREEMENT, CBE Companies 401(k) Retirement Plan (herein referred to as the "Plan") is hereby amended as follows, effective as of January 1, 2017, except as otherwise provided herein:

1. Election 42 of the Adoption Agreement entitled "VESTING SCHEDULE" is amended as follows:

VESTING SCHEDULE (5.03). A Participant has a 100% Vested interest at all times in his/her Accounts attributable to: (i) Elective Deferrals; (ii) Employee Contributions; (iii) QNECs; (iv) QMACs; (v) Safe Harbor Contributions (other than QACA Safe Harbor Contributions); (vi) SIMPLE Contributions; (vii) Rollover Contributions; (viii) Prevailing Wage Contributions; (ix) DEC's; and (x) Designated IRA Contributions. The following vesting schedule applies to Regular Matching Contributions, to Additional Matching Contributions (irrespective of ACP testing status), to Nonelective Contributions (other than Prevailing Wage Contributions) and to QACA Safe Harbor Contributions. *(Choose (a) or choose one or both of (b) and (c) as applicable.):*

- (a) **Immediate vesting.** 100% Vested at all times in all Accounts.
- (b) **Vesting schedules:** Apply the following vesting schedules *(Choose one or more of (1) through (6). Choose Contribution Type as applicable.):*

	(1)		(2)		(3)		(4)		(5)
	All		Nonelective		Regular		Additional		QACA
	Contributions				Matching		Matching (See		Safe Harbor
							Section 3.05(F))		
(1) <input type="checkbox"/> Immediate vesting.	N/A (See Election 42(a))		[]		[]		[]		[]
(2) <input type="checkbox"/> 6-year graded.	[]	OR	[]		[]		[]		N/A
(3) <input checked="" type="checkbox"/> 3-year cliff.	[X]	OR	[]		[]		[]		N/A
(4) <input type="checkbox"/> Modified schedule:	[]	OR	[]		[]		[]		N/A
	<u>Years of Service</u>	<u>Vested %</u>							
	Less than 1	a. _____							
	1	b. _____							
	2	c. _____							
	3	d. _____							
	4	e. _____							
	5	f. _____							
	6 or more	100%							
(5) <input type="checkbox"/> 2-year cliff.	[]	OR	[]		[]		[]		[]
(6) <input type="checkbox"/> Modified 2-year schedule:	[]	OR	[]		[]		[]		[]
	<u>Years of Service</u>	<u>Vested %</u>							
	Less than 1	a. _____							
	1	b. _____							
	2	100%							

(c) **Special vesting provisions:** _____

2. The Trustees are amended as follows:

Discretionary Trustee: Erica St. John

Discretionary Trustee: Mary Phillips

The Employer executes this Amendment on the date specified below.

CBE Companies, Inc.

Date: _____

By: _____
EMPLOYER

Discretionary Trustee: Erica St. John

By: _____

Discretionary Trustee: Mary Phillips

By: _____