

ARTICLES OF INCORPORATION

OF

THE SIMON LAW FIRM
A LEGAL PROFESSIONAL ASSOCIATION

The undersigned, desiring to form a professional corporation for profit in the practice of law under Chapter 1785 and in accordance with Chapter 1701 of the Ohio Revised Code, hereby certifies that:

FIRST: The name of the Corporation shall be

The Simon Law Firm
A Legal Professional Association

SECOND: The place in Ohio where the principal office of the Corporation is to be located is the City of Cleveland in Cuyahoga County.

THIRD: The purpose for which the Corporation is formed is to engage in and carry on the practice of law, through officers, employees and agents who are duly licensed and admitted to the practice of law in the State of Ohio, and any lawful act or activity for which corporations may be formed under Chapters 1785 and 1701 of the Ohio Revised Code.

FOURTH: The number of shares which the Corporation is authorized to have outstanding is Eight Hundred Fifty (850), all of the same class, and all of which shall be common shares without par value. The Eight Hundred Fifty (850) shares herein authorized may be issued pursuant to subscriptions taken by the incorporator for such kinds and/or amounts of consideration as he may specify. After organization, the Board of Directors, in its discretion, may fix different

amounts and/or kinds of consideration for the issuance of said shares, whether issued at the same or different times. Any and all shares so issued, the consideration for which, as fixed by the incorporator or the Board of Directors, has been paid or delivered, shall be fully paid and non-assessable.

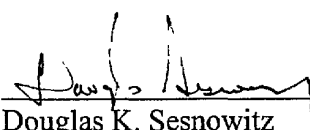
FIFTH: No holder of shares of any class shall be entitled as such to subscribe for or purchase shares of any class now or hereafter authorized, or securities convertible into or exchangeable for such shares, or securities to which there are attached or appertained any warrants or rights entitling the holder thereof to subscribe for or purchase such shares.

SIXTH: A Director of the Corporation shall not be disqualified by his office from dealing or contracting with the Corporation as a vendor, purchaser, employee, agent or otherwise. No transaction, contract or act of the Corporation shall be void or voidable or in any way affected or invalidated by reason of the fact that any Director, any firm of which any Director is a member or any corporation of which any Director is a director, officer or shareholder is in any way interested in such transaction, contract or act, provided the fact that such Director, firm or corporation is so interested shall be disclosed or shall be known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such transaction, contract or act shall be taken. No such Director shall be accountable or responsible to the Corporation for or in respect of any such transaction, contract or act of the Corporation or for any gains or profits realized by reason of the fact that he, any firm of which he is a member or any corporation of which he is a director, officer or shareholder is interested in such transaction, contract or act. Any such Director may be counted in determining the existence of a quorum at any meeting of the Board of Directors at which any such transaction, contract or act shall be authorized or acted

upon, and he may vote thereat to authorize, ratify or approve any such transaction, contract or act, with like force and effect as if he, any firm of which he is a member or any corporation of which he is a director, officer or shareholder were not interested in such transaction, contract or act.

SEVENTH: The Corporation may purchase from time to time shares of any class issued by it, upon agreement with the holder thereof. Such purchases may be made either in the open market or at private or public sale, in such manner and amount, from the holder or holders of outstanding shares of the Corporation, and at such prices and upon such terms as the Board of Directors shall, from time to time, determine. Unless a different procedure is established in a written agreement among the Corporation and all of the shareholders of the Corporation, the Board of Directors is hereby empowered to authorize such purchases from time to time without any vote of the holders of any class of shares authorized and outstanding at the time of any such purchases.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 21st day of October, 1999.



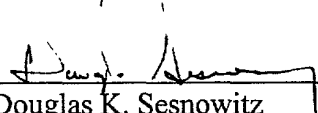
Douglas K. Sesnowitz
Incorporator

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being the sole incorporator of The Simon Law Firm (the "Corporation") hereby appoints U-B CORPORATION, an Ohio corporation authorized to act as statutory agent, to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served.

The complete address of the agent is 900 Bond Court Building, 1300 East Ninth Street, Cleveland, Cuyahoga County, Ohio 44114-1583.

Date: October 21, 1999



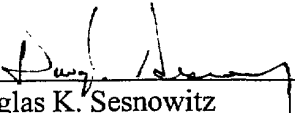
Douglas K. Sesnowitz
Incorporator

THE SIMON LAW FIRM

Gentlemen:

U-B Corporation hereby accepts appointment as Agent of your corporation upon which any process, notice or demand may be served.

U-B CORPORATION

By: 

Douglas K. Sesnowitz
Assistant Secretary



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the **Forms Inventory List** (using the 3 digit form # located at the bottom of this form). To obtain the **Forms Inventory List** or for assistance, please call Customer Service:

Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

☐ **UNIFORM COMMERCIAL CODE FILINGS**

☒ **CORPORATE FILINGS**

CORPORATIONS ONLY



**EXPEDITE
SERVICE**

CORRESPONDENCE

PLEASE RETURN THE ATTACHED DOCUMENTS TO:

Ulmer & Berne LLP

NAME OF YOUR FIRM OR COMPANY

Cyril M. Zoldak

ATTN

1300 E. 9th Street, Suite 900, Cleveland, Ohio 44114

STREET ADDRESS

Cleveland, Ohio 44114

CITY

STATE

ZIP

(216) 621-7488

TELEPHONE

UCC ONLY



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PICK UP

IF NOT CHECKED, IT WILL BE MAILED

	DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1.	10/29/1999	199929800639	ARF DOMESTIC ARTICLES/FOR PROFIT	85.00	10.00	0.00	0.00	0.00
			TOTAL	85.00	10.00	0.00	0.00	0.00

Return To:
ULMER & BERNE
ATTN C M ZOLDAK
1300 E 9TH ST STE 900
CLEVELAND, OH 44114-0000

-----cut along the dotted line-----



The State of Ohio
❖ *Certificate* ❖

Secretary of State - J. Kenneth Blackwell

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It is hereby certified that the Secretary of State of Ohio has custody of the business records for THE SIMON LAW FIRM and that said business records show the filing and recording of:

Document(s)
DOMESTIC ARTICLES/FOR PROFIT

Document No(s):
199929800639

United States of America
State of Ohio
Office of the Secretary of State



Witness my hand and the seal of the Secretary
of State at Columbus, Ohio, This 22nd day of
October, A.D. 1999

J. Kenneth Blackwell
J. Kenneth Blackwell
Secretary of State