DOC ID ----> 4305_0391

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
12/08/94

CHARTER NUMBER: 887537
ROLL AND FRAME: 4305-0391

04305-0391

CORPORATION:

PERFORMANCE SERVICES, INC.

DOCUMENT NUMBER	CODE	FEE
94120734501	ARF	85.00
94120734501	MIS	10.00

053075

RETURN TO: EDWARD J. WARNICK
1157 SHEERBROOK DR
CHAGRIN FALLS OH 44022

TOTAL : 95.00

0609

DOC ID ----> 4305_0391

04305-0392

The State of Ohio

Bob Taft

Secretary of State

887537

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF MIS

of:

PERFORMANCE SERVICES, INC.

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

Recorded on Roll 4305 at Frame 0393 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 7TH **day of** DEC ,

A.D. 1994 .

Bob Taft

Bob Taft
Secretary of State

DOC ID ----> 4305_0391

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form ARF (December 1990)

04305-0393

Approved 2/7/94
Date
Fee 85.
94120734501

ARTICLES OF INCORPORATION

(Under Chapter 1701 of the Ohio Revised Code)
Profit Corporation

The undersigned, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Ohio Revised Code, do hereby state the following:

FIRST. The name of said corporation shall be PERFORMANCE SERVICES, INC.

SECOND. The place in Ohio where its principal office is to be located is SOUTH RUSSELL, GEAUGA County, Ohio.
(city, village or township)

THIRD. The purpose(s) for which this corporation is formed is:

to engage in any lawful act or activity for which a corporation may be formed in Ohio under Ohio Revised Code 1701.04.

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FOURTH. The number of shares which the corporation is authorized to have outstanding is: (Please state whether shares are common or preferred, and their par value, if any. Shares will be recorded as common with no par value unless otherwise indicated.)

850 COMMON SHARES NO PAR VALUE

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 6TH day of DECEMBER, 19 94.

By: Edward J. Warnick, Incorporator
EDWARD J. WARNICK

By: _____, Incorporator

By: _____, Incorporator

Print or type incorporators' names below their signatures.

INSTRUCTIONS

1. The minimum fee for filing Articles of Incorporation for a profit corporation is $75.00. If Article Fourth indicates more than 750 shares of stock authorized, please see Section 111.16 (A) of the Ohio Revised Code or contact the Secretary of State's office (614-466-3910) to determine the correct fee.

2. Articles will be returned unless accompanied by an Original Appointment of Statutory Agent. Please see Section 1701.07 of the Ohio Revised Code.

DOC ID ----> 4305_0391

Prescribed by
BOB TAFT
Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form CSN (July 1992)

04305-0395

CONSENT FOR USE OF SIMILAR NAME

(where consenting entity is not a corporation)

Please print or type.

The owner/registrant of the :

☒ Trade Name PERFORMANCE SERVICES

☐ Trade/Service Mark _____

☐ Name Reservation _____

Registration Number RN 162178

gives consent to PERFORMANCE SERVICES, INC.
(the individual or entity receiving consent)

to use the name PERFORMANCE SERVICES, INC.
(name being registered)

12/6/94
Date

Edward J. Warnick
(Signature of owner/registrant giving consent)

*** If the assignor is a PARTNERSHIP, ALL general partners must sign. If only one partner is authorized to sign, you must include a copy of the resolution authorizing the signatory.**

DOC ID ----> 4305_0391

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form AGO (August 1992)

01305-0396

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of PERFORMANCE SERVICES, INC. (name of corporation), hereby appoint EDWARD J. WARNICK (name of 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:

1157 SHEERBROOK LANE (street address)

S. RUSSELL (city), Ohio 44022 (zip code)

NOTE: P.O. Box addresses are not acceptable.

Edward J. Warnick
EDWARD J. WARNICK (Incorporator)

(Incorporator)

(Incorporator)

ACCEPTANCE OF APPOINTMENT

The undersigned, EDWARD J. WARNICK, named herein as the statutory agent for PERFORMANCE SERVICES, INC. (name of corporation), hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Edward J. Warnick 12-6-94
EDWARD J. WARNICK Statutory Agent

INSTRUCTIONS

1) Profit and non-profit articles of incorporation must be accompanied by an original appointment of agent. R.C. 1701.07(B), 1702.06(B).

2) The statutory agent for a corporation may be (a) a natural person who is a resident of Ohio, or (b) an Ohio corporation or a foreign profit corporation licensed in Ohio which has a business address in this state and is explicitly authorized by its articles of incorporation to act as a statutory agent. R.C. 1701.07(A), 1702.06(A).

3) An original appointment of agent form must be signed by at least a majority of the incorporators of the corporation. R.C. 1701.07(B), 1702.06(B). These signatures must be the same as the signatures on the articles of incorporation.

* *As of October 8, 1992, R.C. 1701.07(B) will be amended to require acknowledgement and acceptance by the appointed statutory agent.*

DOC ID ----> 4305_0391

04305-0397

Edward J. Warnick
1157 Sheerbrook Drive
Chagrin Falls, Ohio 44022
(216)338-1098

December 6, 1994

Secretary of State
14th Floor
30 East Broad Street
Columbus OH 43266-0418

** EXPEDITED SERVICE **

Dear Sir or Madam:

I would like to take the following actions:

1. File Articles of Incorporation for Performance Services, Inc.
2. Appoint a Statutory Agent
3. Allow Performance Services, Inc. to use "Performance Services"
4. Allow Performance Services, Inc. to use "ComputerPro"

Please use the enclosed Express Mail Envelope to return the items to me.
Please call 216/338-1098 (collect if needed) should you have any questions.
Thank you for your prompt response

Sincerely yours,

Edward J. Warnick

Edward J. Warnick

Enclosures:

1. Articles of Incorporation
2. Original Appointment of Statutory Agent
3. Consent For Use of Similar Name- "Performance Services"
4. Consent For Use of Similar Name- "ComputerPro"
5. Check for $95.00
6. Express Mail Return Envelope

DOC ID ----> 4305_0391

FRAMES NOT USED

4305-398

FRAMES NOT USED