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OHIO SECRETARY OF STATE
PROCESSING STATEMENT
05/21/97

CHARTER NUMBER: 979266
BOLL AND FRAME: 5872-0755

05872-0755

CORPORATION:

CTE SERVICES, INC.

DOCUMENT NUMBER	CODE	FEE
97052015301	ARF	85.00
97052015301	MIS	10.00

111651

RETURN TO: SZCZEPANIAK & HOFFER
ATTN R J SZCZEPANIAK
P O BOX 501
TOLEDO OH 43697-0501

TOTAL : 95.00

0555

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05872-0756

The State of Ohio

Bob Taft

Secretary of State

979266

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:

CTE SERVICES, INC.

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

Recorded on Roll 5872 at Frame 0757 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 20TH day of MAY ,

A.D. 19 97 .

Bob Taft

Bob Taft
Secretary of State

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APPROVED
05872-0757 By
Date 5-20-97
Account 88
9705201830

ARTICLES OF INCORPORATION
OF
CTE SERVICES, INC.

The undersigned, all of whom desire to form a corporation, for profit under the General Corporation Act of Ohio, do hereby certify:

FIRST: The name of the corporation shall be CTE SERVICES, INC.

SECOND: The place in the State of Ohio where its principal office is to be located is at 3365 Silica Road, Unit B, Sylvania, Lucas County, Ohio 43560.

THIRD: The purpose or purposes for which it is formed are:

A. To engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1070.98, inclusive, of the Revised Code of Ohio.

B. Said enumerated purpose as set forth in Item A in furtherance and not in limitation of the general powers conferred by the laws of the State of Ohio, and the objects and purposes herein set forth, it is expressly provided that this corporation shall have the full powers, to wit:

To sue and be sued, contract and be contracted with, the corporate name;

To purchase, acquire, hold, convey, lease, mortgage or dispose of property, real or personal, tangible or intangible;

To borrow money and issue, sell or pledge bonds, promissory notes, bills of exchange, debentures, and other operations and evidence of indebtedness, payable at a specific time or times, or payable upon the happening of specified event or events, whether by mortgage, pledged or otherwise, or unsecured;

To purchase, acquire, guarantee, hold and dispose of the shares, bond and other evidences of indebtedness or contracts or any corporation, domestic or foreign;

To purchase shares for treasury stock of this corporation on such terms and conditions as the Board of Directors by a majority vote will approve;

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To acquire the goodwill, rights and property, and to undertake the whole or any part of the assets or liabilities of any persons, firm, association or corporation; to pay for the same in case the stock of this company, bonds or otherwise, to hold or in any manner to dispose of the whole or any part of any business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business;

To apply for, purchase, or in any manner to acquire, and to hold, own, use and operate, and to sell or in any manner dispose of, and to grant license or other rights in respect of, and in any manner deal with, and secured under letters, patents or copyrights of the United States or other countries, or otherwise; and to work, operate or develop the same and to carry on any business, manufacturing or otherwise which may directly or indirectly effectuate these objects or any of them;

To carry on any or all of its operations and business, and to promote its objects within the State of Ohio, or elsewhere, without restrictions as to place or amount;

To do any or all of these things herein set forth to the same extent as natural persons might or could do, and in any part of the world, as principals, agents, contractors, trustee, or otherwise, alone or in the company of others;

C. None of these subclauses or the objects herein specified or the powers hereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned hereinbefore set forth, but the corporation shall have the power to exercise all or any part of the powers conferred by any part of this statement of purposes, in any part of the world and notwithstanding that the business, undertaking, property or acts proposed to be transacted, acquired, dealt with or performed do not fall within the objects set forth in the objects mentioned hereinbefore set forth.

FOURTH: The authorized number of shares of this corporation shall be Seven Hundred Fifty (750) no par, which shall be known as "common, no par" shares.

FIFTH: A director of this corporation shall not be disqualified by his office from dealing or contracting with the corporation as a vendor, purchaser, employee, agent, or otherwise; nor shall any transaction or contract or act of this corporation be void or voidable or any way affected or invalidated by reason of the fact that any director or any firm of which any way interested in such transaction or contract of act, provided the fact that such firm or such corporation is so interested in 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 contract or transaction or act shall be taken; nor shall any such director be accountable or responsible to the corporation for any gains or profits in respect to any such transaction or contract of this corporation, for any gains or

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profits realized by him by reason of the fact that he or any firm of which he is a member, or any corporation of which he is a shareholder or director, is interested in such transaction or contract or act, and may vote threat to authorize, ratify or approve any such contract or transaction or act, with like force and effect as if he, or any firm of which he is a member, or any corporation of which he is a shareholder or director, were not interested in such transaction or contract or act.

IN WITNESS WHEREOF, I have hereunto subscribed by name this 15th day of May, 1997.

Richard J. Szczepaniak

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05872-0760

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being all of the incorporators of CTE SERVICES, INC. hereby appoint Richard J. Szczepaniak, 1900 Monroe Street, P.O. Box 501, Toledo, Lucas County, Ohio 43697-0501 a natural person, resident in the County of which corporation has its principal office, Lucas County, Ohio, upon whom any process, notice of demand required or permitted statute to be served upon the corporation may serve.

CTE SERVICES, INC.

By: Richard J. Szczepaniak

Richard J. Szczepaniak
Attorney at Law
1900 Monroe Street
P. O. Box 501
Toledo, Ohio 43697-0501

Gentlemen:

I hereby accept appointment as agent of your corporation upon whom process, tax notice or demand may be served.

Richard J. Szczepaniak

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Szczepaniak & Hoffer 05872-0761

ATTORNEYS AT LAW
P.O. BOX 501
TOLEDO, OHIO 43697-0501
(419) 242-1001

Richard J. Szczepaniak
Jeremiah A. Hoffer

Of Counsel:
[redacted]

May 15, 1997

CORRESPONDENCE

Ohio Secretary of State
Corporate Division
State Office Tower
14th Floor
Columbus, Ohio 43216

RE: CTE SERVICES, INC.
Articles of Incorporation

Gentlemen:

The undersigned is the attorney for the above referenced corporation. Enclosed please find the original Articles of Incorporation of CTE SERVICES, INC., Appointment of Statutory Agent and Acceptance by said agent, and a check in the amount of Ninety-Five and 00/100 Dollars ($95.00) which represents the filing fees and the charge for expedited service with respect to these Articles of Incorporation. Please record these items in your office and return the Certificate of Incorporation to the undersigned within 48 hours.

Should you require any additional information, please do not hesitate to contact this office. Your cooperation is greatly appreciated.

Very truly yours,

Richard J. Szczepaniak

RJS/ms
Enclosures