

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
2/23/96

CHARTER NUMBER: 11011161
ROLL AND FRAME: 6212-0087

CORPORATION:

SERPENTINI MANAGEMENT COMPANY, LTD.

06212-0087
DOCUMENT NUMBER CODE FEE
98022452401 LCA 85.00

100558

RETURN TO: CHATMAN, GAINES AND STERN
1350 EUCLID AVE STE 1400
CLEVELAND OH 44115-1817

TOTAL : 85.00

1176

6212-0087



The State of Ohio

Bob Taft

Secretary of State

LL 11161

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: LCA

of:

SERPENTINI MANAGEMENT COMPANY, LTD.

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

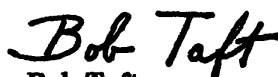


Recorded on Roll 6212 at Frame 0089 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 24TH day of FEB .

A.D. 19 98 .


Bob Taft
Secretary of State



Prescribed by
 Bob Taft, Secretary of State
 30 East Broad Street, 14th Floor
 Columbus, Ohio 43266-0418
 Form LCA (July 1994)

06212-0087

Approved _____
 Date 2/24/98
 Fee \$85.00

902245240

ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
 Limited Liability Company

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

FIRST: The name of said limited liability company shall be _____

Serpentini Management Company, Ltd.
 (the name must include the words "limited liability company", "limited", "Ltd" or "Ltd.")

SECOND: This limited liability company shall exist for a period of _____

Perpetual duration

THIRD: The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is:

869 Broad Street
 (street or post office box)
Wadsworth, Ohio 44281
 (city, village or township) (state) (zip code)

[] Please check this box if additional provisions are attached hereto

Provisions attached hereto are incorporated herein and made a part of these articles of organization.

06212-0030

FOURTH: Purpose (optional)

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 16th day of
February, 1998.

Signed: [Signature]
Robert Serpantini

Signed: [Signature]
Paul Serpantini

Signed: _____

Signed: _____

Signed: _____

Signed: _____

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

INSTRUCTIONS

1. The fee for filing Articles of Organization for a limited liability company is \$85.00.
2. Articles will be returned unless accompanied by a written appointment of agent signed by all or a majority of the members of the limited liability company which must include a written acceptance of the appointment by the named agent.
3. A limited liability company must be formed by a minimum of two persons.
4. Any other provisions that are from the operating agreement or that are not inconsistent with applicable Ohio law and that the members elect to set out in the articles for the regulation of the affairs of the limited liability company may be attached.

[Ohio Revised Code Section 1705.04]



Prescribed by
 Bob Taft, Secretary of State
 30 East Broad Street, 14th Floor
 Columbus, Ohio 43266-0418
 Form LCO (July 1994)

06212-0034

ORIGINAL APPOINTMENT OF AGENT
 (for limited liability company)

The undersigned, being at least a majority of the members of _____
Serpentini Management Company, Ltd., hereby appoint
(name of limited liability company)
Robert A. Poklar to be the agent
(name of agent)
 upon whom any process, notice or demand required or permitted by statute to be served
 upon the limited liability company may be served. The complete address of the agent is:

1400 Renaissance Center, 1350 Euclid Avenue
(street address)
Cleveland, Ohio 44115-1817
(city, village or township) Note: P.O. Box addresses are not acceptable (zip code)

[Signature] [Signature]
(member) (member)
Robert Serpentine Paul Serpentine
(member) (member)

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for Serpentine
Management Company, Ltd., hereby acknowledges and accepts the
(name of limited liability company)
 appointment of agent for said limited liability company.

[Signature]
 Agent's Signature

INSTRUCTIONS

1. Articles of organization must be accompanied by an original appointment of agent R.C. 1705.06(B).
2. The agent for a limited liability company must be an individual who is a resident of Ohio, an Ohio corporation, or a foreign corporation holding an Ohio license as a foreign corporation. R. C. 1705.06(A)
3. An original appointment of agent form must be signed by at least a majority of the members of the limited liability company. R.C. 1705.06(B)

First Class Mail

**CHATTMAN,
GAINES & STERN**
A LEGAL PROFESSIONAL ASSOCIATION

1350 EUCLID AVENUE • SUITE 1400 • CLEVELAND, OHIO 44115-1817

TO:

Bob Taft.
Secretary of State
30 East Broad Street, 14th Floor
Columbus, OH 43266-0418

06212-0032