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ARTICLES OF INCORPORATION
OF
VANGUARD PAINTS AND FINISHES, INC.

Filed in the office of the
Secretary of State, at Columbus,
Ohio, on the 5 day of June, 1939,
and recorded in Volume 465.
Page 389, of the Records of
Incorporation.

Secretary of State

LAW OFFICES
HALE, KINCAID & SAIN
COLUMBIAN BUILDING
38 EAST GAY STREET
COLUMBUS, OHIO

ARTICLES OF INCORPORATION

- OF -

VANGUARD PAINTS AND FINISHES, INC.

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under the General Corporation Act of Ohio, do hereby certify:

FIRST. The name of said corporation shall be

VANGUARD PAINTS AND FINISHES, INC.

SECOND. The place in Ohio where its principal office is to be located is Marietta, Washington County, Ohio.

THIRD. The purpose of purposes for which it is formed are:

To manufacture, buy, sell and deal in paints, varnishes, lacquers, stains, fillers and all kindred articles and supplies belonging to and a part of the general business of manufacturing and selling paint and finishing products; and to engage in any business, whether manufacturing or otherwise, which this corporation may deem advantageous or useful in connection with any or all of the foregoing, and to purchase, acquire, manufacture, market or prepare for market, sell and otherwise dispose of any article, commodity or thing which this corporation may use in connection with its business.

FOURTH. The maximum number of shares which this corporation is authorized to have outstanding is three thousand (3,000) shares, as follows:

(a) Two thousand (2,000) shares of common stock of par value of Fifty Dollars (\$50.00) per share.

(b) One thousand (1,000) shares of preferred stock of Fifty Dollars (\$50.00) per share par value. The preferred

stock shall contain the following provisions and conditions: -

1. The holders of preferred stock shall be entitled to a dividend of 6% per annum, payable semi-annually, out of the surplus profits of this Company for each year in preference to all other stockholders, and such dividends shall be cumulative.
2. The holders of preferred stock shall not be entitled to any dividends in excess of 6% per annum and the arrears thereof.

2,000.50
100,000
1,000.50
50,000

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3. The holders of preferred stock shall not be entitled to vote thereon at a meeting of the stockholders of said corporation so long as dividends at the rate specified are paid; but in case of default in payment of such dividends for two successive periods, or for one year, then and thereafter the holders of preferred stock may vote thereon at any and all stockholders' meetings so long as any dividends remain unpaid.

4. All or any of the preferred stock may be redeemed at the option of the corporation at Fifty-two Dollars (\$52.00) per share at any dividend payment date two (2) years from date of issue, or thereafter.

FIFTH. The amount of capital stock with which the corporation will begin business is Five Hundred (\$500.00) Dollars.

IN WITNESS WHEREOF, We have hereunto subscribed our names, this fifth day of June, 1939.

U. Grant Sain
James E. Hale
Harriet Ohlinger

STATE OF OHIO :

: ss.

COUNTY OF FRANKLIN :

Personally appeared before me, the undersigned, a Notary Public, in and for said county, this fifth day of June, 1939, the above-named U. Grant Sain, James E. Hale and Harriet Ohlinger, who each severally acknowledged the signing of the foregoing articles of incorporation to be their free act and deed, for the uses and purposes therein mentioned.

I HAVE my hand and official seal on the day and year last aforesaid.

Alberta Hughes
 Notary Public, Franklin Co., O.

ALL ARTICLES OF INCORPORATION FILED MUST BE ACCOMPANIED BY FOLLOWING
DESIGNATION OF AGENT.

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Original Appointment of Agent

Ohio Corporation,
Section 8623-129, General Code.

KNOW ALL MEN BY THESE PRESENTS, That

Donald F. Haddox

Name of Agent

of 609 Washington Street

Street or Avenue

, in

Marietta

City or Town

Washington

County, Ohio, a natural person and resident of said county,

being the county in which the principal office of VANGUARD PAINTS AND FINISHES, INC.

Name of Corporation

is located, is hereby appointed as the person on whom process, tax notices and demands against

said VANGUARD PAINTS AND FINISHES, INC.

Name of Corporation

may be served.

VANGUARD PAINTS AND FINISHES, INC.

Name of Corporation

U. Grant Sam

James E. Hale

Harriet Ohlinger

Incorporators

(To be executed by all or a majority of the incorporators at the time of organization.)

Marietta,

Ohio,

June 3,

A. D. 1939

VANGUARD PAINTS AND FINISHES, INC.

Name of Corporation

Marietta, Ohio

Gentlemen: I hereby accept the appointment as the representative of your company upon whom process, tax notices, or demands may be served.

Donald F. Haddox

Agent

State of Ohio,

County of Franklin, ss.:

Personally appeared before me, the undersigned, a Notary Public in and for said County, this third day of June, A. D. 1939, the above named

Donald F. Haddox

Name of Agent

who acknowledged the signing of the foregoing

to be his free act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal on the day and year last aforesaid.

Sheldon R. Kinsaid

Notary Public in and for

Franklin

County, Ohio.