DOC ID ----> E675_0318

STATE OF OHIO
DEPARTMENT OF STATE

ANTHONY J. CELEBREZZE, JR.
SECRETARY OF STATE

RECEIPT NO. 23891

DATE 11/16/79

544977
NUMBER

E675-0318 114

E0675-0318

RECEIVED OF
OR FILED BY GALLAGHER, SHARP, FULTON, NORMAN ET AL

THE SUM OF $ 75.00 FOR FILING ARF OF

PROGRESS SERVICES, INC.

RECEIPT

23891

RETURNED TO:
GALLAGHER, SHARP, FULTON, NORMAN ET AL
ATT: J.L.RYHAL, JR.
630 BULKLEY BLDG.
CLEVELAND, OH 44115

ARF $ 75.00

TOTAL FEE $ 75.00

NAME:
PROGRESS SERVICES, INC.

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E0675-0319

DEPARTMENT OF STATE

ANTHONY J. CELEBREZZE, JR.
Secretary of State

Certificate

544977

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 of PROGRESS SERVICES, INC.

United States of America
STATE OF OHIO
Office of the Secretary of State

Recorded on Roll E675 at Frame 0320 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the City of Columbus, Ohio, this 13TH day of NOVEMBER, A. D. 19 79

Anthony J. Celebrezze Jr

ANTHONY J. CELEBREZZE, JR.
Secretary of State

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CORPORATION FOR PROFIT FORM A-1 A THE OHIO LEGAL BLANK CO., CLEVELAND, O. E675-0320

APPROVED FOR FILING
By
Date 11-13-79
Amount 75.00

Articles of Incorporation

—OF—

PROGRESS SERVICES, INC.

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be Progress Services, Inc.

SECOND. The place in Ohio where its principal office is to be located is

City of Medina (City, Village or Township), Medina County.

THIRD. The purposes for which it is formed are:

A. To carry on and engage in the business of performing non-destructive and destructive inspection of materials of every kind, nature and description in accordance with existent and future specifications required by any governmental authority or agency and any commercial enterprise; to develop procedures, systems and techniques which are relative and pertinent thereto; to design, build, erect and construct equipment capable of performing inspection to present and future specifications, procedures and techniques required by any governmental authority or agency and any commercial enterprise; to acquire, design, build, erect and construct equipment and systems for sale, rent, lease or otherwise to users thereof; to act as agent for manufacturers and/or distributors of inspection equipment, systems and supplies for the purpose of buying, selling, leasing, renting, servicing or otherwise dealing in such inspection equipment, systems and supplies at wholesale, retail or otherwise, and to act as consultant and instructor in the fields related to any of the foregoing services or purposes, and to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Revised Code of the State of Ohio.

B. To buy, own, hold, erect, lease, mortgage, sell or otherwise deal in and dispose of personal property and real property of every kind, name, nature and description, which may seem advantageous or useful to any of the purposes of this corporation and to its business, and specifically to buy, own, hold, sell, lease, build, construct and generally deal in real properties for the purpose of maintaining office, laboratory and shop facilities to carry out the foregoing purposes of this corporation.

C. This corporation, through its Board of Directors, shall have the right and power, at any time, and from time to time, to purchase any of its outstanding shares of capital stock of any class at such price and upon such terms as may be agreed upon between this corporation and the shareholder or shareholders, and to hold and reissue such shares of its capital stock.

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D. To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, or other evidences of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, inclusive of the right to vote thereon, to the same extent as a natural person might or could do.

E. To borrow money for any of the purposes of this corporation and to issue bonds, debentures, notes and other obligations therefor, and to secure the same by pledge or mortgage of the whole or any part of the property of this corporation, either real or personal, or to issue bonds, debentures, debenture stocks, notes or other obligations without any such security.

F. To organize or cause to be organized under the laws of the State of Ohio, or of any other state, territory, or country, or the District of Columbia, a corporation or corporations, for the purpose of accomplishing any or all of the objects for which this corporation is organized, and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations, or to cause the same to be dissolved, wound up, liquidated, merged or consolidated.

G. To carry on any other business which this corporation may deem convenient for the accomplishment of the purposes of this corporation or which may render profitable any of this corporation's property or rights.

H. To acquire the good will, rights and property and to undertake the whole or part of the assets and liabilities, of any person, firm, association or corporation; to pay for the same in cash, the stock of this corporation, bonds or otherwise; to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner 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.

I. To purchase or otherwise acquire, hold, use, exercise, develop, sell or in any manner dispose of and to grant licenses or other rights therein and in any manner deal with patents, inventions, improvements and processes, trademarks, tradenames, rights and licenses under letters patent, copyrights, or otherwise.

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

K. This corporation reserves the right, and specific reservation is hereby made, to change substantially from time to time the purpose or purposes of this corporation.

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L. To do any and all such further acts or things in any way necessary or incidental to the foregoing purposes of this corporation and to its business, and to provide further that the foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation, and are in furtherance of, and in addition to, and not in limitation of the general powers conferred by the laws of the State of Ohio.

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FOURTH. The number of shares which the corporation is authorized to have outstanding is Seven Hundred and Fifty (750) all of which shall be common shares without par value.

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FIFTH. The amount of stated capital with which the corporation shall begin business is Five Hundred and no/100 - - - - - - - - - - - - - - - - Dollars ($500.00).

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 9th day of November, 1979.

PROGRESS SERVICES, INC.

(Name of Corporation)

James L. Ryhal, Jr.

Robert W. Sharp

James F. Sweeney

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

N. B. Articles will be returned unless accompanied by form designating statutory agent. See Section 1701.07, Revised Code of Ohio.

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FORM NO. AA THE OHIO LEGAL BLANK CO., CLEVELAND

Original Appointment of Agent
Ohio Corporation
Section 1701.07 Revised Code

E0675-0324

The undersigned, being at least a majority of the incorporators of

PROGRESS SERVICES, INC.
(Name of Corporation)

hereby appoint Carl A. Becker
(Name of Agent)

(a natural person resident in the county in which the corporation has its principal office), (a corporation ~~having a business address in the county in which~~ has its principal office) [strike out phrase not applicable], upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served.

His ~~(Its)~~ complete address is

4178 Columbia Road, (Street or Avenue) Medina, 44256 (City or Village)

Medina County, Ohio.

PROGRESS SERVICES, INC.
(Name of Corporation)

James L. Ryhal, Jr.

Robert W. Sharp

James F. Sweeney
(Incorporators names should be typed or printed beneath signatures)

Cleveland, Ohio

November 9, 1979

Progress Services, Inc.
(Name of Corporation)

Gentlemen: I, ~~It (strike out word not applicable)~~ hereby accept(s) appointment as agent of your corporation upon whom process, tax notices or demands may be served.

Carl A Becker
(Signature of Agent or Name of Corporation) Carl A. Becker

By _____
(Signature of Officer Signing and Title)

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Law Offices of

Gallagher, Sharp, Fulton, Norman & Mollison

630 Bulkley Building
Cleveland, Ohio 44115

Telephone 241-5310
Area Code 216

FEC 675-P325

CLARENCE L. MOLLISON
ROBERT W. SHARP
MICHAEL R. GALLAGHER
ROBERT C. HORRIGAN
GEORGE W. STUELDREHER
BURT FULTON
FORREST A. NORMAN
JAMES L. RYHAL, JR.
JAMES F. SWEENEY
EDWARD J. CASS
JOHN B. ROBERTSON
JAMES G. GOWAN
THOMAS E. BETZ
WILLIAM A. VISCONI
ALAN M. PETROV
CHARLES KAMPINSKI
NEIL E. ROBERTS
ALTON L. STEPHENS
VIRGINIA L. REICHARD
WALLACE R. STEFFEN
ROBERT L. WHITE
BEVERLY F. HARRIS
RICHARD M. BAITI
JEFFREY W. VAN WAGNER

J. HALL KELLOGG
OF COUNSEL

November 9, 1979

CORRESPONDENCE

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

Re: Progress Services, Inc.

Gentlemen:

Enclosed you will find the Articles of Incorporation for Progress Services, Inc. together with our check made payable to your order in the sum of $75.00 to cover the filing fee. You will also find enclosed Original Appointment of Agent for the designation of the statutory agent.

If everything is in order, please file the same on our behalf.

Very truly yours,

James L. Ryhal, Jr.

JLR:rs
Enclosures