DOC ID ----> G471_0485

State of Ohio
Department of State

Date 9/23/88

G0471-0485

Number 329167

Sherrod Brown
Secretary of State

Receipt No. 24335

G471-0485 0025

Received of or filed by PORTER, WRIGHT, MORRIS & ARTHUR

The sum of $ 110.00 for filing AMA INC of

BRY-AIR, INC.

Returned to: 24335
PORTER, WRIGHT, MORRIS & ARTHUR
41 S. HIGH ST.
COLUMBUS, OH 43215

RECEIPT

Name:
BRY-AIR, INC.

AMA INC $ 110.00

Total Fee: $ 110.00

DOC ID ----> G471_0485

G0471-0486

Department of State

The State of Ohio

Sherrod Brown
Secretary of State

329167

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: AMA INC

of:

BRY-AIR, INC.

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

Recorded on Roll G471 at Frame 0487 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 15TH **day of** SEP **,**

A.D. 19 88 .

Sherrod Brown

Sherrod Brown
Secretary of State

DOC ID ----> G471_0485

529167
APPROVED
By SHG
Date 9/15/88
Amount $110.00

G0471-0487

CERTIFICATE OF ADOPTION OF
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BRY-AIR, INC.

The undersigned, Paul D. Griesse and John W. Helgerson, hereby certify that:

1. They are the duly elected and acting President and Secretary, respectively, of Bry-Air, Inc., an Ohio corporation;

2. The following resolutions were duly adopted by the unanimous consent of the shareholders of said Corporation as of September 15, 1988:

> RESOLVED, that the Amended and Restated Articles of Incorporation, in the form presented to the shareholders of this Corporation, be and they hereby are adopted;
>
> FURTHER RESOLVED, that the officers of this Corporation be and they hereby are authorized to file the Amended and Restated Articles of Incorporation with the Secretary of the State of Ohio at such time as they, in their sole discretion, believe it to be in the best interests of this Corporation.

3. Annexed hereto is a true and correct copy of the AMENDED AND RESTATED ARTICLES OF INCORPORATION adopted by the shareholders of the said Corporation by virtue of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned, acting for and on behalf of said Corporation, have hereunto subscribed their names as of the 15th day of September, 1988.

BRY-AIR, INC.

By: _____
Paul D. Griesse, President

By: _____
John W. Helgerson, Secretary

HEL/5580

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G0471-0488

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

BRY-AIR, INC.

FIRST: The name of said corporation shall be Bry-Air, Inc..

SECOND: The place in Ohio where its principal office is to be located is the Village of Sunbury, Delaware County.

THIRD: The purposes of the corporation are to engage in any business or activity for which corporations are formed under Sections 1701.01 to 1701.98, inclusive, of the Revised Code of Ohio.

FOURTH: The number of shares which the corporation is authorized to have outstanding is One Thousand (1,000), each of which shall be common shares, without par value.

FIFTH: The corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at such times, for such considerations and upon such terms and conditions as may be agreed upon between the corporation and the selling shareholder or shareholders.

SIXTH: No holders of shares of the corporation shall have any pre-emptive right to subscribe for or to purchase any shares of the corporation of any class, whether now or hereafter authorized.

SEVENTH: Notwithstanding any provision of the Revised Code of Ohio, now or hereafter in force, requiring for any purpose, the vote or consent of the holders of shares entitling them to exercise two-thirds, or any other proportion, of the voting power of the corporation or of any class or classes of shares thereof, such action, unless otherwise expressly required, may be taken by the vote or consent of the holders of shares entitling them to exercise a majority of the voting power of the corporation, or of such class or classes of shares thereof.

EIGHTH: Cumulative voting for the election of directors of the corporation shall not be permitted.

NINTH: These Amended and Restated Articles of Incorporation supersede and take the place of the existing Articles of Incorporation as heretofore amended.

HEL/5581

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Porter, Wright et al
41 South High Street
Columbus, OH 43215

G0471-0489

CORRESPONDENCE