



State of Ohio
Department of State

G0878-1631

Sherrod Brown
Secretary of State

Date 6/15/90

Number 774991

Receipt No. 89781

G878-1631 0009

Received of KREBS & CO. CPA'S, INC.
or filed by _____

The sum of \$ 75.00 for filing ARF _____ of

UNICON INTERNATIONAL, INC.

ARF \$ 75.00

Returned to: 89781

KREBS & CO. CPA'S, INC.

ATT: D.A. KREBS

691 N. HIGH ST., #304

COLUMBUS, OH 43215

RECEIPT

Name:

SEC 6001 UNICON INTERNATIONAL, INC.

Total Fee: \$ 75.00

G0878-1632



Department of State

The State of Ohio

Sherrod Brown
Secretary of State

774991

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

of:

UNICON INTERNATIONAL, INC.

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

Recorded on Roll G878 at Frame 1633 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 11TH day of JUNE,
A.D. 1990.




Sherrod Brown
Secretary of State

G0878-1633

ARTICLES OF INCORPORATION

OF

UNICON INTERNATIONAL, INC.

APPROVED

By.. *Qh*

Date.. *6-11-90*

Amount.. *15,750.00*

The undersigned, desiring to form a corporation for profit under the General Corporation Law of Ohio, does hereby certify:

FIRST: The name of the corporation shall be UNICON INTERNATIONAL, INC.

SECOND: The place in Ohio where the principal office of the corporation is to be located is 11661 Canterbury Ave., Pickerington, Ohio 43147. *Fairfield*

THIRD: The purpose for which the corporation is formed is to engage in any lawful act or activities for which a corporation may be formed under the laws of the State of Ohio.

FOURTH: The number of shares which the corporation is authorized to have outstanding is 750, all of which shall be common shares without par value.

FIFTH: The amount of stated capital with which the corporation will begin business shall be not less than \$500.00.

SIXTH: The corporation, by action of its Board of Directors, may purchase its own shares at any time and from time to time to the extent permitted by law.

SEVENTH: A director or officer of the 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, contract or act of the corporation be void or voidable or in any way affected or invalidated by reason of the fact that any director or officer or any firm of which such director or officer is a shareholder, director or officer, is in any way interested in such transaction, contract or act, provided, (a) that the fact that such director, officer, firm or corporation is so interested shall be disclosed or shall be known to the Board of Directors or such members thereof as

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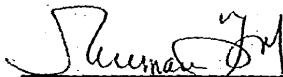
shall be present at any meeting of the Board of Directors, at which action upon any such contract, transaction or act shall be taken or (b) that the contract, transaction or act in question is no less favorable to the corporation than an arm's length contract, transaction or act in which no director, officer or other agent of the corporation has any interest, or is otherwise fair to the corporation at the time it is authorized. No director or officer of the corporation shall be accountable or responsible to the corporation for or in respect of any such transaction, contract or act of the corporation, or for any gains or 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, officer or director, is interested in such transaction, contract or act, and any such director or officer, if such officer is a director, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize or take action in respect of any such contract, transaction or act and may vote thereat to authorize, ratify or approve any such contract, 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, officer or director, were not interested in such transaction, contract or act.

EIGHTH: Every person who is a director, officer or employee of the corporation, or a former director, officer or employee of the corporation, or a person who is serving or has served at the request of the corporation as a director, officer or employee of another corporation is hereby indemnified against expenses, judgments, decrees, fines, penalties or amounts paid in settlement in connection with the defense of any pending or threatened action, suit or proceeding, criminal or civil, to which he is or may be made a party by reason of being or having been such director, officer or employee, provided that he is determined by the directors of the corporation acting at a meeting at which a quorum consisting of directors who are not parties to or threatened with any such action, suit or proceeding is present (a) not to have been grossly negligent or guilty of misconduct in the performance of his duty to the corporation of which he is such director, officer or employee; (b) to have acted in good faith in what he reasonably believed to be the best interest of such corporation; and (c) in any matter the subject of a criminal action, suit or proceeding, to have had no reasonable cause to believe that his conduct was unlawful; provided, however, no director who is a party to or threatened with any such action, suit or proceeding shall be

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qualified to vote on such matter. Alternatively such determinations may be made (a) by a court of competent jurisdiction, (b) by the shareholders of the corporation at a meeting held for such purpose by the affirmative vote of the holders of share entitling them to exercise a majority of voting power of the corporation on such proposal or (c) adopted by the shareholders of the corporation without a meeting by the written consent of the holders of shares entitling them to exercise two-thirds of the voting power on such proposal.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on this 11th day of June 1990.

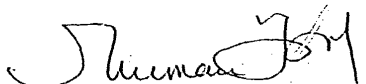
A handwritten signature in dark ink, appearing to read 'Shuman Lau', is written over a horizontal line.

Shuman Lau, Incorporator

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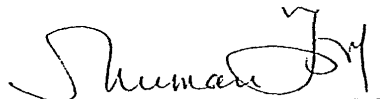
ORIGINAL APPOINTMENT OF AGENT

The undersigned, being the Incorporator of UNICON INTERNATIONAL, INC., hereby appoints Shuman Lau, a natural person resident in the State of Ohio, as its agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. His complete address is 11661 Canterbury Ave., Pickerington, Ohio 43147.


Shuman Lau, Incorporator

To Whom It May Concern:

I hereby accept appointment as agent of Unicon International, Inc., upon whom process, tax notices or demands may be served.


Shuman Lau, Incorporator

PLEASE RETURN THE ATTACHED DOCUMENTS TO:

Krebs & Co. CPA's, Inc.
(Name of Firm or Company)

David A. Krebs
(Attention)

691 N. High St. Suite 304
(Street Address)

Columbus, OH 43215
(City, State and Zip Code)

(614) 221-1036 (Telephone Number)

How many documents are being filed? 1

Type of payment

☒ Check (please indicate check # 514)

☐ Cash

Amount of payment \$ 75.00

60578-1637

CORRESPONDENCE