



State of Ohio
Department of State

H046-1101

Bob Taft
Secretary of State

Date 1/30/91

Number 788585

Receipt No. 56335

H046-1101 0004

Received of RICHARD J. LACIVITA
or filed by _____

The sum of \$ 75.00 for filing ARF _____ of
HOUSE DOCTORS WINDOW & DOOR COMPANY

Returned to:
RICHARD J. LACIVITA
342 W. LIBERTY ST.
HUBBARD, OH 44425

56335

ARF \$ 75.00

RECEIPT

Name: HOUSE DOCTORS WINDOW & DOOR COMPANY
SEC 8001 (Rev. 12/80)

Total Fee: \$ 75.00

H046-1102



The State of Ohio

Bob Taft
Secretary of State

788585

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:

HOUSE DOCTORS WINDOW & DOOR COMPANY

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

Recorded on Roll H046 at Frame 1103 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at
Columbus, Ohio, this 14TH day of JAN.
A.D. 19 91.



Bob Taft
Bob Taft
Secretary of State

H046-1101

APPROVED

By M.H.P.Date 1-14-91Amount \$ 7.50ARTICLES OF INCORPORATION

THE UNDERSIGNED, a citizen of the United States, desiring to form a Corporation for profit under the appropriate sections of the Revised Code of the State of Ohio, certify:

- FIRST: The name of the Corporation shall be
HOUSE DOCTORS WINDOW & DOOR COMPANY
- SECOND: The principal office of said Corporation is to be located in the Township of Liberty, Trumbull County, Ohio at
998 Tibbetts-Wick Road
- THIRD: The purpose of which this Corporation is formed is to engage in any lawful act or activity for which Corporations may be formed under Section 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.
- FOURTH: The maximum number of shares which the Corporation is authorized to have outstanding is 750
- FIFTH: The amount of capital with which this Corporation will begin business is \$500.00
- SIXTH: The consolidation or merger of this Corporation with any other Corporation allowed by law, may be effected by resolution adopted at an annual meeting of the shareholders, duly called, by the affirmative vote of the holders of the majority of shares of stock.
- SEVENTH: The Corporation may purchase shares of any class issued when authorized by the affirmative vote of the holders of a majority of each class of shares outstanding, but no such purchase shall be made if, after purchase, the net assets would be less than the liabilities plus stated capital. No such purchase shall be made so as to favor any stockholder over any other.
- EIGHTH: The Corporation may sell, lease, exchange or otherwise dispose of all or substantially all of its property and assets by the affirmative vote of the shareholders holding shares in the Corporation entitling them to exercise a majority of the voting power on such proposal.
- NINTH: Whenever any action to be taken at a shareholders meeting is by law required to have the assent or approval of the shareholders of a particular class, such assent or approval may be given by the affirmative vote of the holders of the majority of shares having voting power in respect of such action; unless the statutes otherwise require, "shares having voting power in respect of such action" shall mean shares represented at the particular meeting by the holders thereof in person or by proxy.

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- TENTH: To indemnify any person made a party to any action, suit, or proceeding, whether civil or criminal, by reason of the fact that he, his testator or intestate, is or was a director, officer, or employee of the Corporation, or if any corporation which he served in such capacity at the request of the Corporation, against the reasonable expenses, including attorney's fees, actually and reasonably incurred by him in connection with the defense of the action, suit or proceeding, or in connection with any appeal in it, and to reimburse any such person any amount paid upon any judgment or the reasonable costs of settlement of any such action, suit or proceeding; but to make no indemnification or reimbursement in relation to matters as to which it shall be finally adjudged in this action, suit or proceeding that the director, officer or employee is liable for gross negligence or willfull misconduct in the performance of duty to the Corporation.
- ELEVENTH: The Board of Directors is authorized to make provision for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which this compensation shall be paid. Any Director may also serve the Corporation in any other capacity and receive compensation therefore in any form.
- TWELFTH: Any contract or other transaction between the Corporation and one or more of its Directors, or between the Corporation and any firm of which one or more of its Directors are members, or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its Directors are shareholders, member, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the Director or Directors at the meeting of the Board of Directors of the Corporation, which acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested Director or Directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

16015-1135

IN WITNESS WHEREOF, I have hereunto set my hand this 8th
day of January, 19 91.

NAMEADDRESS

JOHN P. BARTOS, JR.
INCORPORATOR

935 Dogwood
Hubbard, Ohio 44425

JOSEPH R. COSTARELLA, JR.

955 Island Avenue
Girard, Ohio 44420

STATE OF OHIO)
) SS:
COUNTY OF MAHONING)

BEFORE ME, a NOTARY PUBLIC, in and for said County, personall appeared
JOHN P. BARTOS, JR. & JOSEPH R. COSTARELLA, JR. who acknowledged that
they did sign the foregoing ARTICLES OF INCORPORATION, and that the same
is their free act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed
my official seal at Hubbard, Ohio, this 8th day of
January, 19 91.

Richard J. LaCivita
NOTARY PUBLIC

RICHARD J. LaCIVITA, ATTORNEY-AT-LAW
Notary Public, State Of Ohio
My Commission Has No Expiration Date
Section 147.03 R.C.

H0046-1106

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being the sole incorporator of HOUSE DOCTORS WINDOW & DOOR COMPANY hereby appoints JOHN P. BARTOS, JR. a natural resident in the County in which the Corporation has its principal office 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 935 Dogwood, Hubbard, Ohio 44425.

DATED: January 8, 1991

Gentlemen,

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

JOHN P. BARTOS, JR.

STATE OF OHIO)
) SS:
COUNTY OF MAHONING)

Personally appeared before me, the undersigned, a NOTARY PUBLIC, in and for said County, this 8th day of January, 1991, the above named JOHN P. BARTOS, JR., who acknowledges 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.

Richard J. LaCivita
NOTARY PUBLIC

RICHARD J. LaCIVITA, ATTORNEY-AT-LAW
Notary Public, State Of Ohio
My Commission Has No Expiration Date
Section 147.03 R.C.

Richard J. LaCivita

15916-1137

Attorney at Law
342 West Liberty St.
Hubbard, Ohio 44425

(216) 534-3139

January 10, 1991

Secretary of State
State Office Tower
30 East Broad Street
14th Floor
Columbus, Ohio 43266-0418

RE: House Doctors Widow & Door Company

Dear Sir/Madam:

Enclose please find my check in the sum of \$75.00 along with Articles of Incorporation which I would appreciate your filing on my behalf for the above referenced corporation. If you have any questions, please feel free to contact me.

Sincerely,

Richard J. LaCivita

RJL:tk

Encl.

COPIES OF CORP. RECORDS

