DOC ID ----> H474_1543

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
11/18/92

CHARTER NUMBER: 831564
ROLL AND FRAME: H474-1543

HC474-1543

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
VECTOR TECHNICAL, INC.	92111324001	ARF	75.00

040269

RETURN TO: TALTY & RISING
ATTN P E TALTY STE 211
20800 CENTER RIDGE RD
ROCKY RIVER OH 44116-4386

0204

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The State of Ohio

Bob Taft H0474-1544

Secretary of State

831564

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Fillings; that said records show the filing and recording of: ARF

of:

VECTOR TECHNICAL, INC.

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

Recorded on Roll H-74 at Frame 1545 of the Records of Incorporation and Miscellaneous Fillings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio. this 13TH day of NOV ,

A.D. 19 92 .

Bob Taft

Bob Taft
Secretary of State

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HC474-1545

APPROVED
By.....
Date.....11/13/92
Amount.....$52.-
92111324001

ARTICLES OF INCORPORATION

OF

VECTOR TECHNICAL, INC.

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

FIRST: The name of said corporation shall be VECTOR TECHNICAL, INC.

SECOND: The corporation's principal office shall be located in the City of Mentor, County of Lake, in the State of Ohio.

THIRD: The purpose or purposes for which the corporation is formed is to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 through 1701.08, inclusive, of the Ohio Revised Code.

FOURTH: The corporation shall be authorized to issue Seven Hundred and Fifty shares of no par value common stock; all of which, when issued, shall be deemed fully paid and non-assessable.

FIFTH: The amount of capital with which the corporation shall begin business is not less that Five Hundred Dollars ($500.00).

SIXTH: The Board of Directors is hereby authorized to fix and determine and to vary the amounts of working capital of the corporation, to determine whether any, and if any, what part of its surplus, however created or arising, shall be used or disposed of or declared in dividends or paid to shareholders and without action by the shareholders, to use and apply such surplus, or any part thereof, at anytime or from time to time, in the purchase or acquisition of shares of any class, voting trust certificates for shares, bonds, debentures, notes, script, warrants, obligations, evidence of indebtedness of the corporation or other securities of the corporation to an extent or amount and in such manner and upon such terms as the Board of Directors shall deem expedient, whether or not such shares or other obligations were in existence or authorized at the time of incorporation.

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SEVENTH: The corporation, through its Board of Directors, shall have the right and power to purchase, hold and resell shares of any class of stock issued by it at such prices and upon such terms and conditions as the Board of Directors may determine from time to time, subject to the provisions of the corporation's Articles of Incorporation and to applicable statutory limitations.

EIGHTH: A transaction of the corporation shall not be void or voidable for the reason that it is between the corporation and one or more directors or officers, or between the corporation and any other person in which one or more of its directors or officers, or any officers are directors, trustees, or officers, or have a financial or personal interest, or for the reason that one or more interested directors or officers participate in or vote at the meeting of the directors or a committee thereof which authorizes such contract or transaction, if in any such case:

(a) the material facts as to his, her or their relationship of interest and as to the contract or transaction are disclosed or are known to the directors or the committee and the directors or committee, in good faith are reasonably justified by such facts, to authorize the contract or transaction by the affirmative vote of the majority of the disinterested directors, even though the disinterested directors constitute less than a quorum; or

(b) the material facts as to his, her or their relationship or interest and as to the contract or transaction are disclosed or are known to the shareholders entitled to vote thereon and the contract or transaction is specifically approved at the meeting of the shareholders held for such purpose by the affirmative vote of the holders of shares entitling them to exercise a majority of the voting power of the corporation held by persons not interested in the contract or transaction; or

(c) the contract or transaction is fair as to the corporation as of the time it is authorized or approved by the directors, a committee thereof, or the shareholders. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the directors, of a committee which authorizes the contract or transaction.

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NINTH: Whenever, under the laws of the State of Ohio now or hereafter in effect, action is authorized or required to be taken by the vote or consent of the holders of a specified fraction of the voting power of the corporation or of any class or series thereof, such action shall be effective if taken by the vote or consent of the holders of at least such specified fraction of such voting power, unless otherwise provided in the Articles of Incorporation or the Code of Regulations of the corporation.

TENTH: The Court of Common Pleas of the county in which the corporation maintains its principle office is hereby authorized to order the appointment of a provisional director for this corporation, in accordance with provisions of Sections 1701.56 and 1701.911 of the Ohio Revised Code.

ELEVENTH: The Articles of Incorporation may be amended at any time by a vote of a majority of the directors without shareholder approval to the extent permitted by law.

TWELFTH: No holder of shares of the corporation shall have any preemptive right to subscribe for or to purchase any shares of any class of the corporation whether such shares or such class are now or hereafter authorized.

LASTLY: The corporation reserves the right at any time, and from time to time, to substantially change, alter, add to, or diminish its purposes as specified in the Articles of Incorporation, in any manner now or hereafter permitted by law. Any such changes in the purposes of the corporation, if accomplished in a manner now or hereafter permitted by law, shall be binding and conclusive upon every shareholder of the corporation as fully as if every shareholder had voted therefor at a meeting of the shareholders authorizing such change, and no shareholder, notwithstanding that he or she may have voted against such change or objected thereto in writing, shall be entitled to payment of the full or fair value of his or her shares or have any other rights of a dissenting shareholder.

I, [illegible], hereby subscribed my name this 9th day of November, 1992.

[illegible]
Incorporator

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ORIGINAL APPOINTMENT OF AGENT

KNOW ALL MEN BY THESE PRESENTS: That Patrick E. Talty, of Talty, McBride & Rising, Attorneys at Law, 20800 Center Ridge Road, Suite 211, Rocky River, OH 44116, is hereby appointed Statutory Agent: the person on whom process, tax notices and demands against Vector Technical, Inc. may be served.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 5th day of November, 1992.

Tammy C. Bleich

TAMMY C. BLEICH, Incorporator

VECTOR TECHNICAL, INC.

GENTLEMEN: I hereby accept the appointment as the Statutory Agent of your corporation upon whom process, tax notices and demands may be served.

BY: Patrick E. Talty

PATRICK E. TALTY / Attorney at Law
Statutory Agent

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TALTY & RISING
ATTORNEYS AT LAW
20800 CENTER RIDGE ROAD, SUITE 211
ROCKY RIVER, OHIO 44116-4386
216/356-9400

PATRICK E. TALTY
JUNE KREE RISING
NANCY C. WINTERS
ELLEN CARTER

OF COUNSEL
J. CHRISTOPHER FRY

CORRESPONDENCE

November 11, 1992

Secretary of State of Ohio
Corporation Section
30 East Broad Street - 14th Floor
Columbus, OH 43266

RE: Vector Technical, Inc.

To whom it may concern:

Enclosed please find the following:

1) Articles of Incorporation,

2) Original Appointment of Statutory Agent, and

3) Check in the amount of $75.00 for filing fee.

I would appreciate your assistance in filing the same and returning a copy to me.

Respectfully,

Patrick E. Talty

PT:btt

encl.