

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
04/15/93

CHARTER NUMBER: 353418
ROLL AND FRAME: H575-1411

HC575-1411

CORPORATION:

HOWARD'S OFFICE SUPPLIES, INC.

DOCUMENT NUMBER

CODE

FEE

93031625304

ANA
INC
CHP
CHL

75.00
NO FEE
NO FEE
NO FEE

080170

RETURN TO: VORYS, SATER, SEYMOUR AND PEASE
ATTN J MAKLEY
52 E GAY ST
COLUMBUS OH 43215

0304

H575-1412



The State of Ohio

Bob Taft

Secretary of State

353416

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: AMA INC CHP CHL

of:

HOWARD'S OFFICE SUPPLIES, INC.

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

Recorded on Roll H575 at Frame 1413 of
the Records of Incorporation and Miscellaneous Fillings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 16TH day of MARCH

A.D. 19 93



Bob Taft
Bob Taft
Secretary of State

H575-1413

353416
APPROVED

CERTIFICATE OF AMENDED

ARTICLES OF HOWARD'S OFFICE SUPPLIES, INC.

RB
3/16/93
75.00
93031625301

The undersigned certify that they are the duly elected, qualified and acting President and Secretary, respectively, of Howard's Office Supplies, Inc., an Ohio corporation (the "Corporation"); that the resolution set forth immediately below was unanimously adopted by the shareholders of the Corporation in an action in writing without a meeting pursuant to section 1701.54 of the Ohio Revised Code; that the resolution is in full force and effect, without amendment, as of the date hereof; and that the copy of the Amended Articles of Incorporation of Howard's Office Supplies, Inc., attached hereto as Exhibit A and incorporated by reference herein, is a true copy of the Exhibit A referred to in the resolution:

RESOLVED, that the Amended Articles of Incorporation of the Corporation, attached hereto as Exhibit A, be, and they hereby are, adopted to supersede and take the place of the existing Articles of Incorporation and all amendments thereto.

IN WITNESS WHEREOF, the undersigned have executed this certificate this 15th day of March, 1993.

Howard A. Steahly
Howard A. Steahly, President

Mary Jane Steahly
Mary Jane Steahly, Secretary

RECEIVED
MAR 16 1993
FBI - CLEVELAND

EXHIBIT "A"

H575-1414

AMENDED ARTICLES OF INCORPORATION

OF

HOWARD'S OFFICE SUPPLIES, INC.

FIRST: The name of the Corporation shall be Howard's Office Supplies, Inc.

SECOND: The place in Ohio where the principal office of the Corporation is to be located is in the City of Columbus, County of Franklin.

THIRD: The purpose 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 to 1701.98 of the Ohio Revised Code.

FOURTH: The authorized number of shares of the Corporation shall be Seven Hundred Fifty (750), of which Two Hundred Fifty (250) shall be Class A Common Shares and Five Hundred (500) shall be Class B Common Shares. Each of the Common Shares, regardless of class, shall be without par value. Holders of Class A Common Shares shall have and exercise all (100%) of the voting power of the Corporation as a class, except as otherwise provided by the laws of Ohio. Each of the Class A shares shall entitle the holder thereof to one vote in determining how the class vote shall be cast. Each of the Class B Common Shares shall be nonvoting, except as otherwise provided by the laws of Ohio. Upon the effective date of this amendment, each issued and outstanding common share of the

H575-1411

Corporation shall be automatically changed and converted into one (1) Class A Common Share and two (2) Class B Common Shares.

FIFTH: The directors of the Corporation shall have the power to cause the Corporation from time to time and at any time to purchase, hold, sell, transfer or otherwise deal with (A) shares of any class or series issued by it, (B) any security or other obligation of the Corporation which may confer upon the holder thereof the right to convert the same into shares of any class or series authorized by the articles of the Corporation, and (C) any security or other obligation which may confer upon the holder thereof the right to purchase shares of any class or series authorized by the articles of the Corporation. The Corporation shall have the right to repurchase, if and when any shareholder desires to sell, or on the happening of any event is required to sell, shares of any class or series issued by the Corporation. The authority granted in this Article Fifth of these articles shall not limit the plenary authority of the directors to purchase, hold, sell, transfer or otherwise deal with shares of any class or series, securities, or other obligations issued by the Corporation or authorized by its articles.

SIXTH: No shareholder of the Corporation shall have, as a matter of right, the pre-emptive right to purchase or subscribe for shares of any class, now or hereafter authorized, or to purchase or subscribe for securities or other obligations convertible into or exchangeable for such shares or which by

H575-1416

warrants or otherwise entitle the holders thereof to subscribe for or purchase any such share.

SEVENTH: These amended articles supersede the articles of Howard's Office Supplies, Inc., as amended, existing at the effective date of these amended articles.

H575-1417

PLEASE RETURN THE ATTACHED DOCUMENTS TO:

Vorys, Sater, Seymour and Pease
(Name of Firm or Company)

Joan Makley
(Attention)

52 East Gay Street
(Street Address)

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

() 464-6424 (Telephone Number)

How many documents are being filed? 1

Type of payment

 Check (please indicate check #)

 X Cash

Amount of payment \$ 85.⁰⁰

RECEIVED

JUN 1 1968

FBI - COLUMBUS

CORRESPONDENCE