

State of Ohio Department of State

Date 4/12/90

G0341-0701

Sherrod Brown Secretary of State

Receipt No. 75120

G841-0701 0283

Received of HAHN, LOESER & PARKS or filed by \_ 110-00 for filing ARF MIS The sum of \$\_\_\_\_\_ of

Number 770802

RGH ENTERPRISES, INC.

Returned to:

75120

HAHN, LOESER & PARKS

1965 E. 6TH ST. CLEVELAND, OH 44114-2262

Name:

SEC 6001 RGH ENTERPRISES. INC.

ATT:L-A.SCHOTT

100.00 ARF MIS \$ 10.00

110.00 Total Fee: \$\_\_.



Department of State

## The State of Ohio

Sherrod Brown

Secretary of State

770802

# 🍣 Certificate 🍪

ds show the filing and recording of:	ARF	MIS		 ·····	 
RGH ENTERPRISES, INC.				 	 _ of
United States of America State of Ohio Office of the Secretary of State				at Frame Miscellaneous Fi	



SEC 6002

Shurral Benon Sherrod Brown

Secretary of State

A.D. 19\_90.

BU86389 04/08/90 (emp)

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419140 \$100,00

#### ARTICLES OF INCORPORATION

#### <u>OF</u>

#### RGH ENTERPRISES, INC.

#### ARTICLE I.

#### Name

The name of said corporation shall be RGH Enterprises, inc. (the "Corporation").

#### ARTICLE II.

#### Principal Place of Business

The place in the State of Ohio where the principal office of the Corporation is to be located is Hudson, in Summit County.

#### ARTICLE III.

#### Purposes

This Corporation is formed to engage in any lawful act or activity for which corporations may be formed under sections 1701.01 to 1701.98, inclusive, of the Ohlo Revised Code.

#### ARTICLE IV.

#### Capital Stock

The maximum number of shares which the Corporation is authorized to have outstanding is one thousand (1,000) shares of common stock without par value.

#### ARTICLE V.

#### Minimum Capital

The minimum amount of capital with which the Corporation shall begin business is Five Hundred Dollars (\$500.00).

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#### ARTICLE VI.

#### Elimination of Preemptive Rights

No shareholder shall have any preemptive right, as such rights are defined by law, to subscribe for, purchase or acquire shares of any class, whether now or hereafter authorized.

#### ARTICLE VII.

#### Special Voting Requirements

Notwithstanding any provision of the Ohio Revised Code now or hereafter in force requiring for any action 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 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, unless a greater proportion of said voting power is expressly required by these Articles of Incorporation or the Code of Regulations of the Corporation.

#### ARTICLE VIII.

#### Purchase of Stock

The Corporation shall have the power by action of its Board of Directors to purchase, hold, sell and transfer shares of its own capital stock.

The undersigned incorporator has executed these Articles of incorporation this 6th day of April, 1990, in accordance with the requirements of Ohio Revised Code sections 1701.01 to 1701.98, inclusive.

Lee A. Schott, Incorporator

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#### ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being Incorporator of RGH Enterprises, Inc., hereby appoints HL Statutory Agent, Inc. to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served.

The complete address of the agent is: 800 National City East 6th Bldg., Cleveland, Ohio, Cuyahoga County, Ohio 44114.

Date: 4/6/90

Lee A. Schott, Incorporator

### Hahn Loeser & Parks

Attorneys at Law

800 National City B. 6th Building 1965 East 6th Street Cleveland, Ohio 44114-2262 G3541-J766

Telephone: (216) 621-0150 Telecop;: (216) 241-2824

Lee A. Schott

April 10, 1990

#### VIA FEDERAL EXPRESS

Ms. Kim Malone Corporations Division Ohio Secretary of State 30 East Broad Street 14th Floor Columbus, Ohio 43266-0418 RECEIVED

APRIL 1990

SHERROD BROWN
SECRETARY OF STATE

Re: RGH Enterprises, Inc.

Dear Kim:

I enclose a firm check in the amount of \$25.00 to supplement the filing fee sent with my letter of April 6, 1990. I apologize for the inconvenience and appreciate your assistance.

Please call me (collect) if you have any questions or if there are any problems with this filing.

Very truly yours,

Lee A. Schott

LAS/jdj Enclosure JDJ/JDJ607