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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**TECHSOLVE, INC.**

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Florida NO. 613 Spt P. 2 State



February 12, 2009

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CORPORATION SERVICES COMPANY

SUBJECT: TECHSOLVE, INC.  
REF: W09000006886

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Tim Burch  
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FAX Aud. #: H09000032558  
Letter Number: 609A00005055

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO  
CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS  
IN THE STATE OF FLORIDA:**

1. TechSolve, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Ohio

(State or country under the law of which it is incorporated)

3. 31-1086383

(FEI number, if applicable)

4. 12-30-1982

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 8705 Steger Drive, Cincinnati, Ohio 45237

(Principal office address)

8705 Steger Drive, Cincinnati, Ohio 45237

(Current mailing address)

8. Provider of Lean Government Consulting and Training

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(Zip Code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



**Troy Todd  
as its agent**

(Registered Agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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 TALLAHASSEE, FLORIDA

**12. Names and addresses of officers and/or directors:****A. DIRECTORS**Chairman: James McEachenAddress: c/o Ransohoff, 4933 Provident DriveCincinnati, OH 45248Vice Chairman: Courtney HillAddress: c/o GE Aviation, One Newmann Way, MD Q-67Cincinnati, OH 45215Director: Patrick HealeyAddress: c/o The Procter & Gamble Company8256 Union Centre Boulevard, West Chester, OH 45069Director: Jimmy WilliamsAddress: c/o Alcoa, Inc., Alcoa Technical Center100 Technical Drive, Alcoa Center, PA 15069**B. OFFICERS**President: Gary ConleyAddress: c/o TechSolve Inc.6705 Steger Drive, Cincinnati, OH 45237Vice President: Mark SauterAddress: c/o TechSolve Inc.6705 Steger Drive, Cincinnati, OH 45237Secretary: Geri CrullAddress: c/o TechSolve Inc., 6705 Steger Drive, Cincinnati, OH 45237Treasurer: Rick HenkelAddress: c/o TechSolve Inc., 6705 Steger Drive, Cincinnati, OH 45237**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. Rich Henkel

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rick Henkel, CFO & Treasurer, TechSolve Inc.

(Typed or printed name and capacity of person signing application)

**TECHSOLVE, INC.**  
**BOARD OF DIRECTORS**  
 Updated 11-14-08

**UNIVERSITY OF CINCINNATI DIRECTORS - 6**

- |  |  |
|--|--|
| <p>1. Director since: 2005<br/>           Term: 8/06 - 8/09<br/>           Class II</p>  | <p>University of Cincinnati Medical Center<br/>           Dr. Sandra J. Degen<br/>           Vice President for Research<br/>           P.O. Box 670863<br/>           Cincinnati, OH 45267-0553</p>                         |
| <p>2. Director since: 2000<br/>           Term: 8/06 - 8/09<br/>           Class II</p>  | <p>MAG Americas<br/>           Mr. Richard A. Ourless<br/>           Chief Technology Officer<br/>           3940 Olympic Blvd., Suite 600<br/>           Hebron, KY 41048</p>   |
| <p>3. Director since: 2006<br/>           Term: 8/06 - 8/09<br/>           Class II</p>  | <p>University of Cincinnati<br/>           Dr. Will McIntosh<br/>           Dean, College of Business<br/>           P.O. Box 210020<br/>           Cincinnati, OH 45221-0020</p>  |
| <p>4. Director since: 2006<br/>           Term: 8/06 - 8/09<br/>           Class II</p>  | <p>University of Cincinnati<br/>           Dr. Carlo D. Montemagno<br/>           Dean, College of Engineering<br/>           P.O. Box 210018<br/>           Cincinnati, OH 45221-0018</p>                                   |
| <p>5. <i>Position: Corporate Secretary</i><br/>           Director since: 2005<br/>           Term: 8/06 - 8/09<br/>           Class II<br/>           Secretary since: 7/07</p> | <p>The Procter &amp; Gamble Company<br/>           Mr. Patrick J. Healey<br/>           Director, Corporate Engineering Technology Labs<br/>           8256 Union Centre Boulevard<br/>           West Chester, OH 45069</p> |
| <p>6. Open<br/>           Class II</p>   |  |

**GREATER CINCINNATI USA REGIONAL CHAMBER DIRECTORS- 5**

- |  |  |
|--|--|
| <p>1. Director since: 2007<br/>           Term: 8/08 - 8/11<br/>           Class I</p> | <p>Richards Industries, Inc.<br/>           Mr. Bruce Broxterman<br/>           President<br/>           3170 Wesson Road<br/>           Cincinnati, OH 45209</p>                    |
| <p>2. Director since: 2001<br/>           Term: 8/08 - 8/11<br/>           Class I</p> | <p>Milacron, Inc.<br/>           Mr. Gregory J. Foltz<br/>           Engineering &amp; Development Manager<br/>           3000 Disney Street<br/>           Cincinnati, OH 45209</p> |

# **TECHSOLVE, INC. BOARD OF DIRECTORS**

3. **Position: Vice Chair**  
**Director since:** 2001  
**Term:** 8/08 - 9/11  
**Class:** I  
**Vice Chair since:** 9/08

**GE Aviation**  
**Mr. Courtney J. Hill**  
**General Manager, Manufacturing & Quality Technology Department**  
**One Neumann Way, MD Q-87**  
**Cincinnati, OH 45216**

4. **Director since:** 2008  
**Term:** 9/08 - 9/11  
**Class:** I

**PricewaterhouseCoopers LLP**  
**Mr. Donald B. Bush**  
**Managing Partner**  
**720 East Pete Rose Way, Suite 400**  
**Cincinnati, OH 45202**

5. **Director since:** 2007  
**Term:** 9/08 - 9/11  
**Class:** I

**Cincinnati Children's Hospital Medical Center**  
**Mr. William E. Kent**  
**Senior Vice President for Clinical Care Delivery**  
**3933 Burnet Avenue, ML 3017**  
**Cincinnati, Ohio 45229**

## **TECHSOLVE PARTNER DIRECTORS- 6**

1. **Position: Chairman**  
**Director since:** 2000  
**Term:** 9/08 - 9/11  
**Class:** I  
**Vice Chair:** 9/08 to 9/07  
**Chairman since:** 7/07

**Ransohoff, Inc.**  
**Mr. James T. McEachan**  
**President**  
**4933 Provident Drive**  
**Cincinnati, OH 45246**

2. **Director since:** 2001  
**Term:** 8/08 - 9/11  
**Class:** II

**Alcoa, Inc.**  
**Dr. Jimmy Williams, Jr.**  
**Director of Defense**  
**Alcoa Technical Center**  
**100 Technical Drive**  
**Alcoa Center, PA 15069**

3. **Director since:** 2005  
**Term:** 8/08 - 9/11  
**Class:** II

**The Boeing Company**  
**Mr. Rick D. Behrens**  
**Senior Manager, Supplier Development & Supply Base Management**  
**Integrated Defense Systems, 9725 East Marginal Way South, M/C45-89**  
**Seattle, WA 98108**

4. **Director since:** 2008  
**Term:** 9/08 - 9/11  
**Class:** III

**Remmele Engineering**  
**Mr. Richard Heltkamp**  
**Director of Advanced Manufacturing Engineering**  
**17701 196<sup>th</sup> Avenue**  
**Big Lake, MN 55309**

5. **Director since:** 2007  
**Term:** 9/07 - 9/09  
**Class:** III

**Tennenbaum Institute**  
**Dr. William C. Kessler**  
**Director of Executive Programs**  
**3997 Palisades Main**  
**Kennesaw, GA 30144**

6. **Open**

**TECHSOLVE, INC.  
BOARD OF DIRECTORS**

**PUBLIC DIRECTOR - 1**

1. Director since: 2008  
Term: 9/08 - 9/09  
Class III

City of Cincinnati  
Mr. Milton R. Dohoney, Jr.  
City Manager  
801 Plum Street, Room 152  
Cincinnati, OH 45202

**EX-OFFICIO DIRECTOR - 1**

1. Director since: 1995  
Class III

TechSolve, Inc.  
Mr. Gary N. Conley  
President  
8705 Stager Drive  
Cincinnati, OH 45237

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

***I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show TECHSOLVE, INC., an Ohio not for profit corporation, Charter No. 606168, having its principal location in Cincinnati, County of Hamilton, was incorporated on December 30, 1982 and is currently in GOOD STANDING upon the records of this office.***



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 11th day of February, A.D. 2009*

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State