

Requester's Name

F96000002325



221 South Church Street  
P.O. Box 428  
Bowling Green, Ohio 43402

ADDRESS SERVICE REQUESTED

Use Only

(nn):

FILED  
01 MAR 26 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

200003909952--6  
-03/26/01--01123--016  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

F96000002325  
10 PG 3-26-01  
FFNE

Examiner's Initials

**PROFIT CORPORATION**

## SECTION I

1. Mid Am Credit Corp.

Name of corporation as it appears on the records of the Department of State.

2. Ohio  
Incorporated under laws of

5-9-96  
Date authorized to do business in Florida

## SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 5-25-99

5. Sky Financial Solutions, Inc.  
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.


6. If the amendment changes the period of duration, indicate new period of duration.

---

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

## New Jurisdiction

  
Signature

2-21-01

Date \_\_\_\_\_

W. Granger Souder, Jr.  
Typed or printed name

Secretary

Title

ARTICLES OF INCORPORATION  
OF  
MID AM CREDIT CORP.

APPROVED

By

Date

Amount

2-21-96  
96022143201

FIRST: The name of the Corporation shall be Mid Am Credit Corp.

SECOND: The principal office of the Corporation in the State of Ohio shall be located in the City of Columbus, County of Franklin.

THIRD: The purpose for which the Corporation is formed shall be to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Ohio Revised Code.

FOURTH: The number of shares which the Corporation is authorized to have outstanding is 1000 shares common stock, without par value.

FIFTH: The Corporation will commence business without any allocation to stated capital.

SIXTH: No shareholder of the Corporation shall have, as a matter of right, the preemptive 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 warrants which would otherwise entitle the holders thereof to subscribe for or purchase any such share.

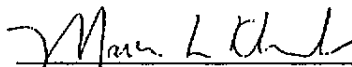
SEVENTH: Neither Section 1701.831 of the Ohio Revised Code nor Chapter 1704. of the Ohio Revised Code shall apply to control share acquisitions of the corporation.

EIGHTH: The corporation shall have the power to indemnify its present and past directors, officers, employees and agents, and such other persons as it shall have powers to indemnify, to the full extent permitted under, and subject to the limitations of, Title 17 of the Ohio Revised Code. The corporation may, upon the affirmative vote of a majority of its Board of Directors, purchase insurance for the purpose of indemnifying its directors, officers, employees and agents to the extent that such indemnification is allowed in this Article EIGHTH.

C15 . 4 . 2 . 1 .

NINTII: Any and every statute of the State of Ohio hereafter enacted, whereby the rights, powers or privileges of corporations or of the shareholders of corporations organized under the laws of the State of Ohio are increased or diminished or in any way affected, or whereby effect is given to the action taken by any number, less than all, of the shareholders of any such corporation, shall apply to the Corporation and shall be binding not only upon the Corporation but upon every shareholder of the Corporation to the same extent as if such statute had been in force at the date of filing these Articles of Incorporation of the Corporation in the office of the Secretary of State of Ohio.

IN WITNESS WHEREOF, I have hereunto signed my name this 20th day of February, 1996.

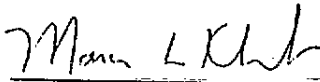
  
\_\_\_\_\_  
Marci L. Klumb, Sole Incorporator

C. 1. 1. 1.

**ORIGINAL APPOINTMENT OF AGENT**

The undersigned, being the Sole Incorporator of Mid Am Credit Corp., hereby appoints Marci L. Klumb as agent upon whom process, notice or demand required or permitted by statute upon the Corporation may be served.

Marci L. Klumb's address is: 222 South Main Street  
Bowling Green, Ohio 43402

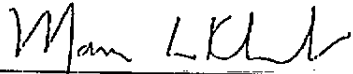


Marci L. Klumb,  
Sole Incorporator

February 20, 1996

**AGENT ACCEPTANCE**

The undersigned hereby accepts the foregoing appointment as agent upon whom any process, notice or demand required or permitted by statute may be served.



Marci L. Klumb  
Statutory Agent

February 20, 1996

UNITED STATES OF AMERICA, 932500  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE

I, J. Kenneth Blackwell, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 3 pages, as taken from the original record now in my official custody as Secretary of State.

WITNESS my hand and official seal at  
Columbus, Ohio, this 10<sup>th</sup> day of  
March A.D. 2001



J. Kenneth Blackwell  
J. KENNETH BLACKWELL  
Secretary of State

By: [Signature]

NOTICE: This is an official certification. Only when reproduced in red ink

Doc ID -->

199914600829

	DATE	DOCUMENT NO	DESCRIPTION		FILING	EXPED	PENALTY	CERT	COPY
1.	5/27/1999	199914600829	AMD DOMESTIC/AMENDMENT TO ARTICLES,		35.00	10.00	0.00	0.00	0.00
			TOTAL		35.00	10.00	0.00	0.00	0.00

Return To:  
CT CORPORATION SYSTEM  
17 S HIGH ST  
COLUMBUS, OH 43215-0000

cut along the dotted line



*The State of Ohio*  
❖ *Certificate* ❖

*Secretary of State - J. Kenneth Blackwell*

**932500**

*It is hereby certified that the Secretary of State of Ohio has custody of the business records for SKY FINANCIAL SOLUTIONS, INC. and that said business records show the filing and recording of:*

Document(s)  
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):  
199914600829

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



Witness my hand and the seal of the Secretary  
of State at Columbus, Ohio, This 25th day of  
May, A.D. 1999

*J. Kenneth Blackwell*  
J. Kenneth Blackwell  
Secretary of State

**CERTIFICATE OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
MID AM CREDIT CORP.**

Robert E. Dorr and W. Granger Souder, President and Secretary of Mid Am Credit Corp., an Ohio corporation (the "Corporation"), with its principal office located at 2740 Airport Drive, Suite 300, Columbus, Ohio 43219, do hereby certify that the following resolution was adopted by a majority vote of the Board of Directors of Sky Financial Group, Inc., sole shareholder of the Corporation, at a duly called meeting held for such purpose, and that the resolution remains in full force and effect as of the date hereof.

RESOLVED, that Article First of the Articles of Incorporation be, and the same hereby is, amended to read in its entirety as follows:

"FIRST: The name of the corporation is Sky Financial Solutions, Inc."

RESOLVED, FURTHER, that the remainder of the Articles of Incorporation of the Corporation be, and they hereby are, ratified and confirmed.

IN WITNESS WHEREOF, the undersigned have hereunto signed their names this 20

day of May, 1999.

RECEIVED

MAY 25 1999  
J. KENNETH BLACKWELL  
SECRETARY OF STATE

MID AM CREDIT CORP.

By 

Robert E. Dorr  
President

And 

W. Granger Souder  
Secretary

SECRETARY'S CERTIFICATE

I hereby certify that I am the Secretary of Sky Financial Group, Inc., and that I have been appointed and am presently serving in that capacity in accordance with the Code of Regulations of Sky Financial Group, Inc.;

I further certify that the Executive Committee of the Board of Directors of Sky Financial Group, Inc. has been delegated the power and authority to act on behalf of the Board of Directors; and

I further certify that the following resolution was adopted and approved by a majority vote of the Board of Directors of Sky Financial Group, Inc., in the capacity as the sole shareholder of Mid Am Credit Corp.:

RESOLVED, that Article First of the Articles of Incorporation of Mid Am Credit Corp., be, and the same hereby is, amended to read in its entirety as follows:


"FIRST: The name of the corporation is Sky Financial Solutions, Inc."

RESOLVED, FURTHER, that the remainder of the Articles of Incorporation of Mid Am Credit Corp., be, and they hereby are, ratified and confirmed.

The foregoing resolutions are presently in full force and effect and have not been revoked or rescinded as of the date hereof.

IN WITNESS WHEREOF, I have hereupon set my hand as Secretary of Sky Financial Group, Inc. this 20<sup>th</sup> day of April 1999.  
May

SKY FINANCIAL GROUP, INC.

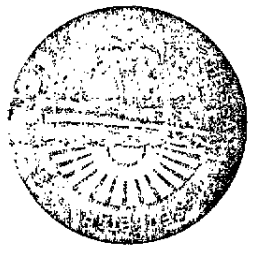
  
W. Granger Souder  
Secretary

UNITED STATES OF AMERICA, 932500

STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE

I, J. Kenneth Blackwell, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 3 pages, as taken from the original record now in my official custody as Secretary of State.

WITNESS my hand and official seal at  
Columbus, Ohio, this 10<sup>th</sup> day of  
A.D. 2001



J. KENNETH BLACKWELL  
Secretary of State  
By: [Signature]

NOTICE: This is an official certification only when reproduced in red ink