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DOMESTICATION

K.W. Forster, Inc.

Certificate of Status	1
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Page Count	04
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## CERTIFICATE OF DOMESTICATION

The undersigned, VALERIE <sup>c</sup>K. FORSTER, President of K.W. FORSTER, INC., an Ohio corporation, in accordance with § 607.1801, Florida Statutes, does hereby certify:

1. The date on which and the jurisdiction in which K.W. FORSTER, INC., an Ohio corporation, was first formed, incorporated, or otherwise came into being are:

A. Date: October 29, 1975

B. Jurisdiction: Ohio

2. The name of the corporation immediately prior to the filing of this Certificate of Domestication was K.W. FORSTER, INC., an Ohio corporation.

3. The name of the corporation, as set forth in its articles of incorporation, to be filed with this Certificate of Domestication in accordance with §607.0120 and § 607.0202, is K.W. FORSTER, INC., a Florida corporation.

4. The principal place of business of K.W. FORSTER, INC., an Ohio corporation, immediately prior to the filing of this Certificate of Domestication was 683 E. 4<sup>th</sup> Street, Salem, Ohio 44460.

5. Attached to this Certificate of Domestication are the Florida Articles of Incorporation of K.W. FORSTER, INC. to complete the domestication requirements pursuant to § 607.1801.

I am VALERIE <sup>c</sup>K. FORSTER, President of K.W. FORSTER, INC., an Ohio corporation, and am authorized to sign this Certificate of Domestication on behalf of K.W. FORSTER, INC., an Ohio corporation, and have done so on this 29 day of December, 2005.

  
VALERIE K. FORSTER, President  
<sup>c</sup>

EFFECTIVE DATE  
10-29-1975

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**ARTICLES OF INCORPORATION  
OF  
K.W. FORSTER, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I - Name**

The name of the Corporation shall be K.W. FORSTER, INC.

**ARTICLE II - Purpose**

The Corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III - Shares**

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 1000 shares of Common Stock, no par value.

**ARTICLE IV - Preemptive Rights**

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the Corporation after the issue thereof, regardless of the consideration therefor.

**ARTICLE V - Indemnification**

The Corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit, or proceeding by or in the right of the Corporation), by reason of the fact that the person is or was a director or officer of the Corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust, or other enterprise. In addition, the Corporation shall pay for or reimburse any

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expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

#### ARTICLE VI - Control Share Act

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this Corporation.

#### ARTICLE VII - Amendment of Bylaws

The bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

#### ARTICLE VIII - Registered Agent

The registered agent of the Corporation is Valerie <sup>C.</sup>K. Forster. The street address of the Corporation's registered office is 3607 99<sup>th</sup> Street West, Bradenton, Florida 34210.

#### ARTICLE IX - Principal Office

The principal place of business and mailing address of this Corporation shall be 3607 99<sup>th</sup> Street West, Bradenton, Florida 34210.

#### ARTICLE X - Incorporator

The name and address of the incorporator to these Articles of Incorporation is Valerie <sup>C.</sup>K. Forster, 3607 99<sup>th</sup> Street West, Bradenton, Florida 34210.

#### ARTICLE XI - Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 29 day of December, 2005.

  
Valerie K. Forster, Incorporator  
<sup>C.</sup>

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is K.W. FORSTER, INC.
2. The name and address of the registered agent and office are:

Valerie K. Forster  
3607 99<sup>th</sup> Street West  
Bradenton, Florida 34210

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligation of my position as registered agent.

Dated: December 29, 2005

  
Valerie K. Forster

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