

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

FRANCES JONES MILLS  
*Secretary*



FRANKFORT,  
KENTUCKY

## CERTIFICATE OF INCORPORATION

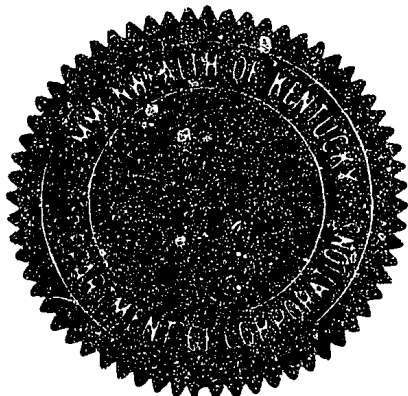
*I, FRANCES JONES MILLS, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Articles of Incorporation of*

DAMIAN CORP.

*whose initial agent for process is* C T CORPORATION SYSTEM  
KENTUCKY HOME LIFE BUILDING

*and whose address is* LOUISVILLE, KENTUCKY 40202

*duly signed according to law, have been filed in my office. I further certify that all taxes, fees and charges payable upon the filing of said Articles of Incorporation have been paid.*



SECRETARY OF STATE

Given under my hand and seal of Office as Secretary of State, at Frankfort, Kentucky, this 26<sup>TH</sup> day of JULY, 19 82.

*Frances Jones Mills*  
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY  
FILED AND RECORDED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

JUL 26 1982

  
SECRETARY OF STATE

SECRETARY OF STATE  
**RECEIVED**

JUL 26 1982

\$25.

Commonwealth of Kentucky

ARTICLES OF INCORPORATION

261292

OF

DAMIAN CORP.

We, the undersigned, acting as incorporators of a corporation under the Kentucky Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is  
DAMIAN CORP.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Kentucky Business Corporation Act.

FOURTH: The aggregate number of common shares which the corporation shall have authority to issue is One Hundred (100) of the par value of Ten Dollars (\$10.00) each.

FIFTH: Provisions limiting, denying or enlarging to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

No stockholder of this corporation shall by reason of his holding shares of any class have any pre-emptive or preferential right to purchase or subscribe to any shares of any class of this corporation, now or hereafter to be authorized, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, now or hereafter to be authorized, whether or not the issuance of any such shares, or such notes, debentures, bonds or other securities, would adversely affect the dividend or voting rights of such stockholder, other than such rights, if any, as the board of directors, in its discretion from time to time may grant, and at such price as the board of directors in its discretion may fix; and the board of directors may issue shares of any class of this corporation, or any notes, debentures, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, without offering any such shares of any class, either in whole or in part, to the existing stockholders of any class.

SIXTH: The post office address of its initial registered office is Kentucky Home Life Building, c/o C T Corporation System, Louisville, Kentucky 40202, and the name of its initial registered agent at such address is C T Corporation System.

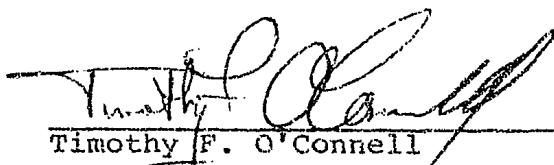
SEVENTH: The number of directors constituting the initial board of directors of the corporation is Two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

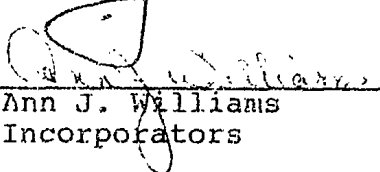
| <u>NAME</u>     | <u>POST OFFICE ADDRESS</u>                                      |
|-----------------|---|
| Jack R. Huber   | Borough Line Road at Belmont Plaza<br>King of Prussia, PA 19406 |
| Muriel C. Huber | Borough Line Road at Belmont Plaza<br>King of Prussia, PA 19406 |

EIGHTH: The name and post office address of each incorporator is:

| <u>NAME</u>          | <u>POST OFFICE ADDRESS</u>                       |
|----------------------|--|
| Timothy F. O'Connell | 123 South Broad Street<br>Philadelphia, PA 19109 |
| Ann J. Williams      | 123 South Broad Street<br>Philadelphia, PA 19109 |

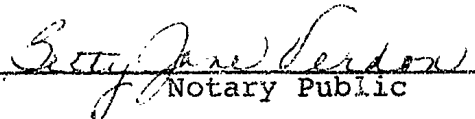
Dated July 13, 1982.

  
\_\_\_\_\_  
Timothy F. O'Connell

  
\_\_\_\_\_  
Ann J. Williams  
Incorporators

STATE OF Pennsylvania )  
 ) SS  
COUNTY OF Philadelphia )

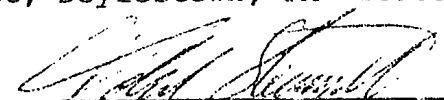
I, Betty Jane Verdon, a notary public, do hereby certify that on this 13th day of July, 1982, personally appeared before me, Timothy F. O'Connell and Ann J. Williams, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

  
\_\_\_\_\_  
Notary Public

**BETTY JANE VERDON**  
Notary Public, Phila., Phila. Co.  
My Commission Expires Oct. 22, 1984

(NOTARIAL SEAL)

Prepared by Robert Stengel, Power, Bowen & Valimont, 102 North Main Street, Doylestown, PA 18901

  
\_\_\_\_\_  
Robert Stengel  
Signature of Counsel

# C T CORPORATION SYSTEM



Associated with The Corporation Trust Company  
123 SOUTH BROAD STREET, PHILADELPHIA, PA. 19109

July 23, 1982

SECRETARY OF STATE  
**RECEIVED**  
JUL 26 1982

Secretary of State  
Corporation Department  
State Capitol Building  
Frankfort, Kentucky 40601

COMMONWEALTH OF KENTUCKY

Re: DAMIAN CORP.

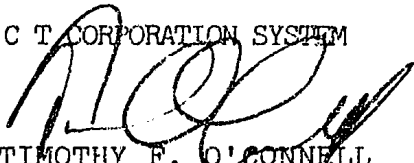
Gentlemen:

Pursuant to the instructions of counsel, we enclose for filing the necessary documents to incorporate the above corporation in your state, together with funds in payment of the required fees. When the enclosures have been filed, please forward the usual evidence of filing to this office.

If for any reason filing cannot be effected promptly, please notify us by telephone at the following number; (215) 735-7861.

Very truly yours,

C T CORPORATION SYSTEM

  
TIMOTHY F. O'CONNELL  
Service Representative

TFO:da

COUNSEL: Power, Bowen & Valimont  
102 North Main Street  
Doylestown, PA 18901

SPECIAL INSTRUCTIONS: