

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*

F. E. BLACK COMPANY, INC.

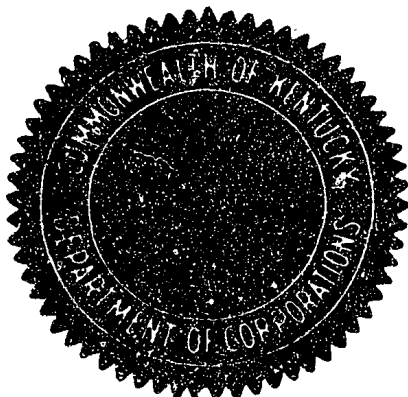
LOUISVILLE, KENTUCKY

whose initial agent for process is G. KENNETH KAPP

1513 SOUTH FOURTH STREET

and whose address is LOUISVILLE, KENTUCKY 40208

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 29TH day of DECEMBER, 19 80.

Frances Jones Mills
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
F. E. BLACK COMPANY, INC.

ORIGINAL COPY
FILED
SECRETARY OF STATE OF KENTUCKY
FINANCIAL SERVICES

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, G. KENNETH KAPP, acting as Incorporator, does hereby organize and form a corporation under KRS 271A et seq. and adopt the following articles of incorporation therefor.

DEC 29 1980

ARTICLE 1.

195955

The name of the corporation shall be: F. E. Black Company, Inc.

ARTICLE 2.

The purposes for which it is formed are:

- (a) To engage in any activities related to the field of designing and selling computer hardware and software equipment.
- (b) To such extents as corporations organized under 271A of the Kentucky Revised Statutes may now or hereafter lawfully do, and either as principal or agent and either alone or in connection with other corporations, firms or individuals, to do all and everything necessary, suitable, convenient, or proper for or in connection with or incidental to the accomplishment of any of the purposes, or the attainment of any one or more of the objectives herein enumerated, are designed directly or indirectly to promote the interest of the corporation, or to enhance the value of its property; in general, to do any and all other things and exercise any and all other powers, rights, and privileges which a corporation may now or hereafter be organized to do, to exercise under Chapter 271A or under any other laws amendatory thereof, supplemental thereto or substituted therefor; and to do any and all of the things necessary, proper, incident, or convenient in carrying out the purposes above set forth to the same

extent as natural persons might or could do.

ARTICLE 3

The duration of said corporation shall be: perpetual.

ARTICLE 4

The address, including street number of its registered agent in the state shall be: 1513 South Fourth Street, Louisville, Kentucky, 40208 and the name and address, including street number of its registered agent is G. Kenneth Kapp, 1513 South Fourth Street, Louisville, Kentucky, 40208.

ARTICLE 5

The total authorized number of no par shares shall be Two Thousand (2,000) shares, and each shall be entitled to one vote per share.

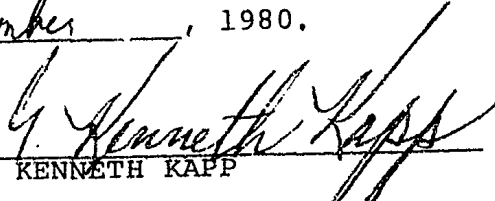
ARTICLE 6

The name and address, including street and number of the sole incorporator ^{or also director} is G. Kenneth Kapp, 1513 South Fourth Street, Louisville, Kentucky, 40208.

ARTICLE 7

The private property of the stockholders shall not be liable for any debts, liabilities or obligations of the corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name in triplicate originals, this 23rd day of December, 1980.


G. KENNETH KAPP


STATE OF KENTUCKY)
)
COUNTY OF JEFFERSON)

Subscribed and sworn to before me, a Notary Public, in and for the state and county aforesaid, by the above named G. KENNETH KAPP, who personally appeared and acknowledged that the same was his free

act and deed.


IN TESTIMONY WHEREOF, I have hereunto subscribed my name,
this 23rd day of December, 1980.

My commission expires: 11/5/83.



NOTARY PUBLIC
KENTUCKY, STATE AT LARGE

THIS INSTRUMENT PREPARED BY:



GEORGE R. SIEMENS, JR.
Attorney at Law
800 Marion E. Taylor Bldg.
Louisville, Kentucky 40202
585-2101

SECRETARY OF STATE
RECEIVED
DEC 24 1980

LAW OFFICES
GITTLEMAN, CHARNEY & BARBER

SUITE 800 MARION E. TAYLOR BUILDING
LOUISVILLE, KENTUCKY 40202

DAVID L. GITTLEMAN
MITCHELL A. CHARNEY
OLIVER H. BARBER, JR.

GEORGE R. SIEMENS, JR.
ROBERT M. KLEIN
H. PAUL BERLEJUNG
JOHN MICHAEL BROWN
THOMAS J. BANASZYNSKI

TELEPHONE (502) 585-2100

December 23, 1980

OF COUNSEL
REBECCA WESTERFIELD

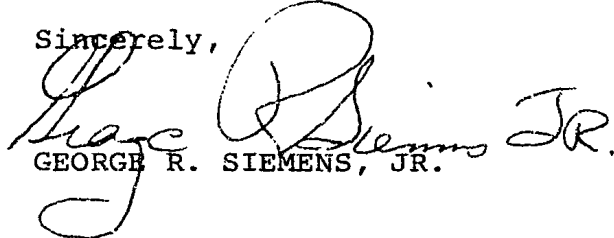
Honorable Drexell Davis
Secretary of State
State Capitol Building
Frankfort, Kentucky 40601

Dear Mr. Davis:

Enclosed you will find three (3) original copies of Articles of Incorporation of F. E. Black Company, Inc., along with my check in the amount of \$25.00 for recording same.

Thank you very much for your usual prompt and courteous attention.

Sincerely,


GEORGE R. SIEMENS, JR.

GRS/sp

Enclosures