

62138

# COMMONWEALTH OF KENTUCKY

## Office of Secretary of State of Kentucky ANNUAL REPORT OF CORPORATIONS

PLEASE READ ALL QUESTIONS CAREFULLY

#62138

1. Name and mailing address of corporation:

ANNUAL REPORTS FOR: 1976

GREENSTEEL, INC.  
29 LAING AVENUE  
DIXONVILLE, PA 15734

DUE: 5.00

RECEIVED

SEP 15 1980

State of Incorporation  
and Home Address

Pennsylvania  
29 Laing Avenue  
Dixonville, PA 15734

Year Qualified or  
Incorporated in Ky.

SECRETARY OF STATE  
COMMONWEALTH OF KY.

2. Is the mailing address of this corporation, as set out above, correct? YES If not, please indicate the correct mailing address of this corporation:

15734

3. Is this corporation in existence and transacting business in Kentucky? YES (If the answer is NO, please see instruction No. 2 on reverse side.)

4. Is the name of this corporation the same as set out above? YES (If the answer is NO, please see instruction No. 3 on reverse side.)

5. Have the articles of incorporation been changed or amended? NO (If the answer is YES, please see instruction No. 4 on reverse side.)

6. Has the registered agent or his address been changed? NO (If the answer is YES, please see instruction No. 5 on reverse side.)

7. Is this a PROFESSIONAL SERVICE CORPORATION under KRS Chapter 274? NO (If the answer is YES, please see instruction No. 6 on reverse side.)

*Michael B. Lawer*

Signature of President or Vice President

Michael B. Lawer

Please Print or Type Name

*Albert A. Novak*

Signature of Secretary or Assistant Secretary

Albert A. Novak

Please Print or Type Name

This report is required by law to be filed annually before July 1st.

FILING FEE: Please refer to instruction No. 1 on reverse side.

PLEASE ATTACH ANNUAL FILING FEE

REPORT FOR 1977 DUE JULY 1, 1977

STANDING: GOOD

HERE

SECTION A

(1) RECORD NO. 62138 (2) DATE OF INCORPORATION OR CERTIFICATE OF AUTH. 12-22-75

(3) STATE OF INCORPORATION PENNSYLVANIA

CITICORP SYS  
KY. MONY LIFE BLDG.  
LOUISVILLE, KY. 40202

(5) PROCESS AGENT

AMERICAN, INC.

(6) EXACT CORPORATE NAME

29 LAING AVE.  
DIARONVILLE, PA. 15734

(7) MAILING ADDRESS

09985

FOR OFFICE USE ONLY

ANNUAL REPORT

OFFICE OF THE SECRETARY OF STATE  
CORPORATE RECORDS SECTION  
CAPITOL BUILDING  
FRANKFORT, KENTUCKY 40601

PHONE NUMBER (502) 364-7330

PLEASE RETURN THIS COPY WITH FILING FEE

SECTION B

CORRECTIONS AND ADDITIONS (PLEASE TYPE)  
USE THIS SECTION ONLY TO CHANGE OR ADD INFORMATION MISSING IN SECTION A.

(2) DATE OF INCORP STATE OF INCORPORATION

(5) PROCESS AGENT

IF YOU WISH TO CHANGE PROCESS AGENT OR ADDRESS, PLEASE CONTACT THIS OFFICE FOR APPROPRIATE FORMS.

(6) EXACT CORPORATE NAME

RECEIVED  
SECRETARIAL DIVISION  
FEB 22 1977  
OFFICE OF THE SECRETARY OF STATE

(7) MAILING ADDRESS

PLEASE NOTE IF YOU ARE A KRS CHAPTER 274 CORPORATION (PROFESSIONAL SERVICE CORPORATION) PLEASE SEE REVERSE SIDE OF THIS REPORT.

INSTRUCTIONS

PLEASE MAKE NECESSARY CORRECTIONS, SIGN FORM, AND SEND YELLOW COPY WITH YOUR ANNUAL FEE OF 5.00 (CHECKS PAYABLE TO KENTUCKY STATE TREASURER) IN THE ENCLOSED ENVELOPE. RETAIN GREEN COPY FOR YOUR RECORDS.

I DECLARE THAT THE ABOVE INFORMATION IS TRUE AND CORRECT; I FURTHER DECLARE THAT I AM AUTHORIZED TO SIGN THIS REPORT FOR THIS ENTITY.

AUTHORIZED SIGNATURE

TITLE

TELEPHONE NO. 412-381-2600

REPORT FOR 1978 (SEE JULY 1978)

**ANNUAL REPORT**  
OFFICE OF THE SECRETARY OF STATE  
CORPORATE RECORDS SECTION  
CAPITAL BUILDING  
FRANKFORT, KENTUCKY 40501

SECTION B  
CORRECTIONS AND ADDITIONS (PLEASE TYPE)  
USE THIS SECTION ONLY TO CHANGE OR ADD  
INFORMATION MISSING IN SECTION A

STANDING FRESH ANNUAL REPORTS DUE 30 DAYS BEFORE  
PHONE 504-7700  
NUMBER 16297

DATE OF INCORP. \_\_\_\_\_

RECORD NO. 02100 2. IN CERTIFICATE OF AUTH. 12 26 75

STATE OF INCORPORATION \_\_\_\_\_

STATE OF INCORPORATION \_\_\_\_\_

IF YOU WISH TO CHANGE PROCESS AGENT OR ADDRESS OF STATE  
PLEASE CONTACT THIS OFFICE FOR APPROPRIATE FORMS  
**RECEIVED**  
MAY 26 1978

PROCESS AGENT  
1700 W. MAIN ST.  
CLOVERVILLE, KY. 40002

EXACT COMPANY NAME  
Commonwealth of Kentucky

EXACT COMPANY NAME

PLEASE INCLUDE ZIP CODE HERE

CORPORATE NAME

PLEASE NOTE IF YOU ARE A KRS CHAPTER OR CORPORATE PROFESSIONAL  
SERVICE CORPORATION, PLEASE SEE REVERSE SIDE OF THIS REPORT

MAILING ADDRESS  
100 MAIN AVE.  
CLOVERVILLE, KY. 40004

PLEASE MAKE NECESSARY CORRECTIONS, SIGN FORM, AND SEND YELLOW COPY WITH  
YOUR ANNUAL FEE OF \$10.00 (CHECKS PAYABLE TO KENTUCKY STATE  
TREASURER) IN THE ENCLOSED ENVELOPE. RETAIN GREEN COPY FOR YOUR RECORDS.  
I DECLARE THAT THE ABOVE INFORMATION IS TRUE AND CORRECT. I FURTHER DECLARE  
THAT I AM AUTHORIZED TO SIGN THIS REPORT FOR THIS ENTITY.  
AUTHORIZED SIGNATURE *Walter G. ...*

FOR OFFICE USE ONLY  
16297

TITLE *Vice Pres* TELEPHONE NO. *504-754-4321*  
THIS FORM HAS BEEN REVISED TO COMPLY WITH POSTAL REGULATIONS

PLEASE ATTACH ORIGINAL RETURN THIS COPY WITH FILING FEE

REPORT FOR 1978 DUE JULY 1, 1979

**ANNUAL REPORT**  
OFFICE OF THE SECRETARY OF STATE  
CORPORATE RECORDS SECTION  
CAPITAL BUILDING  
FRANKFORT, KENTUCKY

STANDING FEE \$10.00

SECTION A

PROCESS NUMBER 2078

(1) RECORD NO.

2078

(2) STATE OF INCORPORATION

KENTUCKY

(3) STATE OF INCORPORATION

KENTUCKY

(4) PROCESS AGENT

WILLIAM H. BROWN  
1000 W. MARKET ST.  
FRANKFORT, KY 40601

(5) EXACT CORPORATE NAME

Commonwealth of Kentucky

(6) MAILING ADDRESS

1000 W. MARKET ST.  
FRANKFORT, KY 40601

FOR OFFICE USE ONLY

660016

(7) DATE OF REPORT

JUN 25 1979

PLEASE MAKE NO CHANGES TO THIS REPORT  
UNLESS YOU ARE DIRECT  
INFORMED BY THE BUSINESS SERVICES SECTION  
OF THE OFFICE OF THE SECRETARY OF STATE  
BEFORE THE REPORT IS REPRODUCED

(8) SIGNATURE

William H. Brown

1000 W. MARKET ST.  
FRANKFORT, KY 40601

RECEIVED  
JUN 25 1979  
OFFICE OF THE SECRETARY OF STATE  
CORPORATE RECORDS SECTION  
CAPITAL BUILDING  
FRANKFORT, KY 40601

SECTION B  
 DIRECTIONS AND CAUTIONS: PLEASE TYPE  
 OFF THIS SECTION ONLY TO CHANGE OR ADD  
 INFORMATION MISSING IN SECTION A

SECTION A  
 ANNUAL REPORT  
 OFFICE OF THE SECRETARY OF STATE  
 CORPORATE RECORDS SECTION  
 CAPITOL BUILDING  
 FRANKFORT, KENTUCKY 40601

1976 8/26/80  
 RECEIVED FOR  
 1976  
 SECTION 2  
 DATE OF INCORP. 12/20/75

STATE OF INCORPORATION  
 KY

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY  
 PROCESS AGENT  
 KY  
 ADDRESS  
 CR. 500

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY  
 PROCESS AGENT  
 KY  
 ADDRESS  
 CR. 500

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY  
 PROCESS AGENT  
 KY  
 ADDRESS  
 CR. 500

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY  
 PROCESS AGENT  
 KY  
 ADDRESS  
 CR. 500

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY  
 PROCESS AGENT  
 KY  
 ADDRESS  
 CR. 500

REGISTERED NO. 2111  
 STATE OF INCORPORATION KY  
 PROCESS AGENT  
 KY  
 ADDRESS  
 CR. 500

FOR OFFICE USE ONLY  
 TITLE Vice President  
 TELEPHONE NO. (412) 254-432  
 AUTHORIZED SIGNATURE [Signature]  
 THIS FORM HAS BEEN REVISED TO COMPLY WITH REG. REGULATIONS  
 PLEASE RETURN THIS COPY WITH FILING FEE

182002.I  
188923-A

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

FRANCES JONES MILLS  
*Secretary*



FRANKFORT,  
KENTUCKY

## CERTIFICATE OF AUTHORITY OF

STRATA CORPORATION

I, **FRANCES JONES MILLS**, *Secretary of State of the Commonwealth of Kentucky*, do hereby certify that duplicate originals of an application of

STRATA CORPORATION

WILMINGTON, DELAWARE

for a Certificate of Authority to transact business in this Commonwealth, duly signed and verified pursuant to the Provisions of Kentucky Revised Statutes Chapter 271A have been received in this office and comply to said statutes.

Accordingly, as Secretary of State, and by virtue of the authority vested in me by law, I do hereby issue this Certificate of Authority to transact business in this Commonwealth under the name of

STRATA CORPORATION



SECRETARY OF STATE

Witness my official signature and seal of office this **13RD**  
day of **SEPTEMBER**, 19**53** at Frankfort, Kentucky

*Frances Jones Mills*  
SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

314631

THELMA L. STOVALL  
Secretary



FRANKFORT,  
KENTUCKY

*mlc*

## APPLICATION FOR CERTIFICATE OF AUTHORITY

*cb 25<sup>th</sup>*

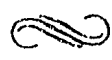
Pursuant to the provisions of Chapter 271A of the Kentucky Revised Statutes, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the state of Kentucky and for that purpose submits the following statement:

- First: Name of Corporation Strata Corporation
- Second: The name to be used in the state of Kentucky Strata Corporation
- Third: State or country of incorporation Delaware
- Fourth: Date of incorporation January 7, 1983  
and duration of incorporation perpetual
- Fifth: Address of principal office in the state or country of incorporation c/o The Corporation Trust Company, 100 West Tenth St., Wilmington, Delaware 19801
- Sixth: Address of proposed registered office in Kentucky KENTUCKY HOME LIFE BUILDING Corporation System, Louisville, Kentucky 40202  
and name of registered agent in Kentucky at the same address ROBERT PATTON SYSTEM
- Seventh: The purpose or purposes which said corporation intends to transact business in the state of Kentucky in any lawful act or activity including the production for and development of oil and gas.
- Eighth: The names and addresses of all the corporate directors and officers are as follows. Attach separate sheet if more space is needed.

NAME	ADDRESS
	Columbus, OH 43220
	Columbus, OH 43220
	Columbus, OH 43220
	Columbus, OH 43220
	Columbus, OH 43220

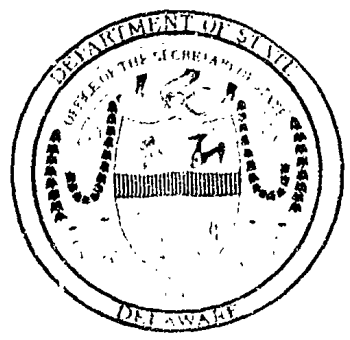


# State of DELAWARE



## Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,  
do hereby certify that the attached includes all the provisions  
of the Certificate of Incorporation as amended and in effect on  
September 19, 1983



*Glenn C. Kenton*  
Glenn C. Kenton, Secretary of State

BY: *L. King*

DATE: September 19, 1983



COMPOSITE

CERTIFICATE OF INCORPORATION  
OF  
STRATA CORPORATION

FIRST: The name of the corporation is Strata Corporation.

SECOND: The address of its registered office in the State of Delaware is 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The maximum number of shares of capital stock which the corporation is authorized to have outstanding shall be 12,500,000 shares, 11,900,000 of which shall be designated shares of Class A Common Stock, \$0.10 par value; 100,000 of which shall be designated shares of Class B Common Stock, \$0.10 par value and 500,000 of which shall be designated shares of preferred stock without par value. The preferred stock may be issued from time to time in one or more series in any manner permitted by this Certificate of Incorporation and applicable law as determined by the Board of Directors and stated in the resolution or resolutions adopted by the Board of Directors which provide for the issue thereof.

The qualifications, preferences, rights, limitations, restrictions, and express terms of the classes of stock of the corporation which are fixed by this Certificate of Incorporation, and the extent of the authority vested in the Board of Directors to fix, by resolution or resolutions providing for the issue of preferred stock, additional terms of the preferred stock which are not fixed by this Certificate of Incorporation, shall be as follows:

(A) The holders of the Class A Common Stock and the holders of the Class B Common Stock each shall have the right to one vote per share for the election of directors and on all other matters upon which stockholders of the corporation are entitled to vote. The holders of the Class A Common Stock and the Class B Common Stock shall vote as one class. Each holder of Class A Common Stock and Class B Common Stock shall be entitled to participate, share for share, in dividends when and if declared and paid by the Board of Directors; provided however, holders of the Class A Common Stock shall be entitled to receive cash dividends, when and as declared by the Board of Directors out of any funds legally available for declaration of dividends, equal to 110% of the amount of any cash dividends payable to holders of the Class B Common Stock. Each share of the Class B Common Stock, may at the option of the holder thereof, at any time at and after the cumulative after tax earnings of the corporation exceed \$1,250,000, be converted into ten (10) shares of Class A Common Stock (as such Class A Common Stock is constituted at the conversion date). In case of any reclassification or change of outstanding Class A Common Stock, provision shall be made as part of the terms of such reclassification or change that the holder of each share of Class B Common Stock then outstanding shall have the right to receive upon the conversion of such share, with the same protection against dilution as herein provided, the same kind and amount of shares and other securities and property as he would own or be entitled to receive upon the happening of any of the events described above had such shares been converted immediately prior to the happening of such event.

(B) The preferred stock may be issued from time to time in one or more series of any number of shares provided that the aggregate number of shares of preferred stock issued and not cancelled of any and all such series shall not exceed the total number of shares of preferred stock authorized by this Certificate of Incorporation. Each series of preferred stock shall be appropriately designated by some distinguishing letter or title. All series of preferred stock shall rank equally and be identical in all respects except as permitted hereunder.

(C) In connection with the creation of each series of preferred stock, the Board of Directors of the corporation shall fix by resolution or resolutions authorizing the issuance thereof the voting powers (full or limited), if any, the designations, preferences and relative, participating optional or special rights, and the qualifications, limitations and restrictions thereof, of such series to the full extent permissible under this

Certificate of Incorporation and the laws of the State of Delaware, including (but without limiting the generality thereof), the following matters:

(1) The distinctive designation of such series, and the number of shares which shall constitute such series, which number may be increased or decreased (but not below the number of shares thereof then outstanding) from time to time by action of the Board of Directors;

(2) The rate and times at which, and the terms and conditions upon which, dividends on such series shall be payable, the relation which such dividends shall bear to the dividends payable on any other class or series of stock, and whether such dividends shall be cumulative and, if so, from which date or dates for each such series;

(3) The price or prices at which, the terms and conditions on which, and the time or times (at the option of either the holder or the corporation or upon the happening of a specified event) at which, the shares of such series may be redeemed by the corporation, including whether such redemption shall be for cash, property or other consideration;

(4) The amount or amounts payable upon the shares of such series and the order of preference or participation of such series in the distribution of assets upon the liquidation, dissolution or winding up of the corporation;

(5) Whether or not the shares of such series shall be entitled to the benefit of a sinking fund to be applied to the purchase or redemption of such shares and, if so, the amount of such fund and the manner of its application;

(6) Whether or not the shares of such series shall be made convertible into, or exchangeable for, shares of any other class or classes of shares of the corporation or shares of any other series of preferred shares, and, if so, the conversion price or prices, or the rate or rates of exchange, and any adjustments upon which a conversion or exchange may be made, and any other terms and conditions of such a conversion or exchange;

(7) Whether or not the shares of such series shall have any voting powers, and, if so, the extent of such voting powers; and

(8) Whether or not the issue of additional shares of such series, or of any future series, shall be subject to restrictions in addition to any restrictions imposed upon the issue of additional shares in the resolution or resolutions fixing the terms of any outstanding series of preferred shares theretofore issued pursuant to this

Certificate of Incorporation and, if subject to additional restrictions, the extent of such additional restrictions.

(D) No holder of shares of common stock or any series of preferred stock of the corporation shall be entitled as of right to subscribe for or purchase any shares of any class of shares of the corporation, whether such shares or such class are now or hereafter authorized.

FIFTH: The corporation is to have perpetual existence.

SIXTH: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the corporation is expressly authorized to adopt, amend or repeal the by-laws of the corporation.

SEVENTH: Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the by-laws of the corporation. Elections of Directors need not be by written ballot unless the by-laws of the corporation shall so provide.

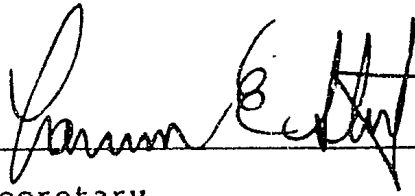
EIGHTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

NINTH: The name and mailing address of the incorporator is as follows:

<u>Name</u>	<u>Address:</u>
William S. Gee	10606 Montchanin Building 100 West Tenth Street P. O. Box 1470 Wilmington, Delaware 19899

I, Lawrence E. Sturtz, Secretary of Strata Corporation, a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such secretary, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of the said Corporation and having been signed on behalf of Strata Corporation, an Ohio corporation, was duly adopted pursuant to Section 228 of Title 8 of the Delaware Code by the unanimous written consent of the stockholders holding all of the shares of the capital stock of the Corporation, which Agreement of Merger was thereby adopted as the act of the stockholders of said Strata Corporation, a Delaware corporation, as the duly adopted agreement and act of said Corporation.

WITNESS my hand this 27th day of July, 1983.

  
\_\_\_\_\_  
Secretary

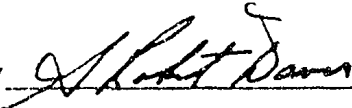
THE ABOVE AGREEMENT OF MERGER, having been executed on behalf of each corporate party thereto, and having been adopted separately by each corporate party thereto, in accordance with the provisions of the General Corporation Law of the State of Delaware and the Ohio General Corporation Law, the Chairman of the Board of Directors of each corporate party thereto does now hereby execute the said Agreement of Merger and the Secretary of each corporate party thereto does now hereby attest the said Agreement of Merger, as the respective act, deed and agreement of each of said corporations, on this 27th day of July, 1983.

ATTEST:



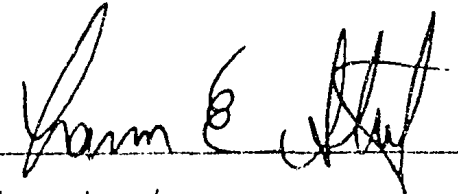
Secretary

STRATA CORPORATION, an Ohio corporation ("Strata")

By 

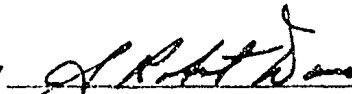
Chairman of the Board

ATTEST:



Secretary

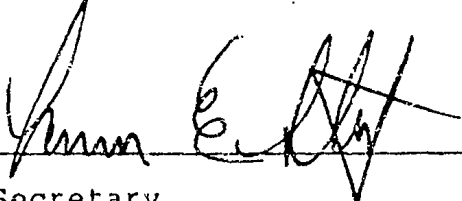
STRATA CORPORATION, a Delaware corporation ("Surviving Corporation")

By 

Chairman of the Board

I, Lawrence E. Sturtz, Secretary of Strata Corporation, an Ohio Corporation, hereby certify, as such secretary, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of the said Corporation and having been signed on behalf of Strata Corporation, a Delaware corporation, was duly adopted pursuant to Section 1701.79 of the Revised Code of Ohio by the affirmative vote of the holders of two-thirds of the Class A Common Shares of the Corporation and by the affirmative vote of the holders of two-thirds of the Class B Common Shares of the Corporation at a meeting on June 30, 1983, which Agreement of Merger was thereby adopted as the act of the shareholders of said Strata Corporation, an Ohio corporation, as the duly adopted agreement and act of said Corporation.

WITNESS my hand this 27th day of July, 1983.

  
Secretary