

CERTIFICATE OF INCORPORATION

OF

THE PORTER, INCORPORATED

FIRST. The name of this corporation is

THE PORTER, INCORPORATED

SECOND. Its principle office in the State of Delaware is to be located at 900 Market Street, in the city of Wilmington, County of New Castle, and the name and address of its resident agent is CORPORATION SERVICE COMPANY, 900 Market Street, Wilmington, Delaware.

THIRD. The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

To take, own, hold, operate, mortgage or otherwise lien, and to lease, sell, exchange, transfer, or in any manner whatever dispose of real property, or any interest therein, on the co-operative plan, or otherwise within or without the State of Delaware, wherever situated, and to make, enter into, perform, and carry out contracts for constructing, altering, decorating, maintaining, furnishing, fitting up, and improving and operating buildings of every sort and kind; to enter into contracts and arrangements of all kinds with builders, contractors, property owners and others, to purchase for investment, and to sell real property of all kinds and any interest therein, and any other property whatever.

To purchase, take, own, hold, deal in, mortgage or otherwise lien and to lease, sell, exchange, transfer or in any manner dispose of real property, wherever situated, whether within or without the State of Delaware.

To manufacture, purchase or otherwise acquire and to hold, own, mortgage, pledge, sell, transfer or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of any and every class and description and wherever situated.

To acquire the good will, rights and property and to undertake the whole or any part of the assets and liabilities, of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To guarantee, purchase or otherwise acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds or evidence of indebtedness created by other corporations and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do.

To purchase or otherwise acquire, hold, use, sell or in any manner dispose of and to grant licenses or other rights therein and any manner deal with patents, inventions,

improvements, processes, trade-marks, trade-names, rights and licenses secured under letters patent, copyrights or otherwise.

To enter into, make and perform contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, town, city, county, state, territory or government.

To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures and other negotiable or transferable instruments.

To issue bonds, debentures or obligations and to secure the same by mortgage, pledge, deed of trust or otherwise

To purchase, hold and re-issue the shares of its capital stock.

To carry on any or all of its operations and business and to promote its objects within the State of Delaware or elsewhere, without restrictions as to place or amount.

To carry on any other business in connection therewith.

To do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees or otherwise, alone or in company with others.

FOURTH. The total authorized capital stock of this corporation is One Hundred Sixty-five Thousand Dollars, (\$165,000.00) divided into One Thousand Six Hundred

Fifty (1,650) shares of the par value of One Hundred Dollars (\$100.00) each.

The amount of capital stock, with which it will commence business, is One Thousand Dollars (\$1,000.00) being Ten (10) shares of the par value of One Hundred Dollars (\$100.00) each.

FIFTH. The name and place of residence of each of the original subscribers to the capital stock and the number of shares subscribed for by each are as follows:

NAME	RESIDENCE	NUMBER OF SHARES
S. L. Mackey	Wilmington, Delaware	4
L. C. Christy	Wilmington, Delaware	3
H. Kennedy	Wilmington, Delaware	3

SIXTH. This corporation is to have perpetual existence.

SEVENTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

EIGHTH. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the board of directors is expressly authorized:

To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation;

If the by-laws so provide or by resolution passed by majority of the whole board, to designate two or more of their number to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the by-laws of this corporation, have and exercise any or all of the powers of the board of directors in the

management of the business and affairs of this corporation and have power to authorize the seal of this corporation to be affixed to all papers which may require it;

From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of this corporation, or any of them other than the stock ledger shall be open to the inspection of the stockholders; and no stockholder shall have any right to inspect any account or book or document of the corporation except as conferred by law or authorized by resolution of the directors or of the stockholders.

If the by-laws so provide, the stockholders and directors shall have power to hold their meetings, to have an office or offices and to keep the books of this corporation (subject to the provisions of the statute) outside of the State of Delaware at such places as may from time to time be designated by them.

This corporation may in its by-laws confer powers additional to the foregoing upon the directors, in addition to the powers and authorities expressly conferred upon them by law.

The objects specified herein shall, except where otherwise expressed, be in no way limited nor restricted by reference to or inference from the terms of any other clause or paragraph of this certificate of incorporation. The objects, purposes and powers specified in each of the clauses or paragraphs in this certificate of incorporation shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed both as objects and powers and the enumeration

thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Delaware.

This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or here-after prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being all of the original subscribers to the capital stock, for the purpose of forming a corporation, in pursuance of an Act of the Legislature of the State of Delaware, entitled "AN ACT PROVIDING A GENERAL CORPORATION LAW", (approved March 10, 1899) and the acts amendatory thereof and supplemental thereto, do make and file this certificate of incorporation hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares of stock hereinbefore set forth, waiving all requirements of the statutes of the State of Delaware relating to notice of assessments on the stock hereby subscribed, and accordingly hereunto have set our respective hands and seals this twenty-eighth day of July, A. D. 1926.

In the presence of

GEO. G. STIEGLER

S. L. MACKEY (SEAL)

L. C. CHRISTY (SEAL)

H. KENNEDY (SEAL)

STATE OF DELAWARE)
 : SS.
COUNTY OF NEW CASTLE)

BE IT REMEMBERED, that on this twenty-eighth day of July, A, D. 1926, personally appeared before me, the subscriber, a notary public for the State of Delaware,

S. L. Mackey

L. C. Christy

H. Kennedy

parties to the foregoing certificate of incorporation, known to me personally to be such and severally acknowledged that they signed, sealed and delivered the same as their several voluntary act and deed and that the facts therein stated were truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

GEO. G. STIEGLER

Notary Public.

* Geo. G. Stiegler *
* Notary Public *
* For the State of Delaware *
* Appointed Jan. 17, 1925 *
* Term of office two years *

STATE OF DELAWARE

OFFICE OF SECRETARY OF STATE

I, SYLVESTER D. TOWNSEND, JR. Secretary of State of the State of Delaware,
DO HEREBY CERTIFY that the above and foregoing is a true and correct copy of
Certificate of Incorporation of "THE PORTER, INCORPORATED," as received and
filed in this office the twenty-ninth day of July, A. D. 1926, at 1 o'clock P.M.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal, at
Dover, this twenty-ninth day of July in the year of our Lord one thousand nine hundred
and twenty-six.

S. D. TOWNSEND, JR.

Secretary of State

* Secretary's Office *
* 1911 *
* 1855 Delaware 1793 *

RECEIVED FOR RECORD this thirtieth day of July, A. D. 1926.

ALBERT STETSER

Recorder

