

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

SEP 1 1987  
20 JAN 18 PM 1 58

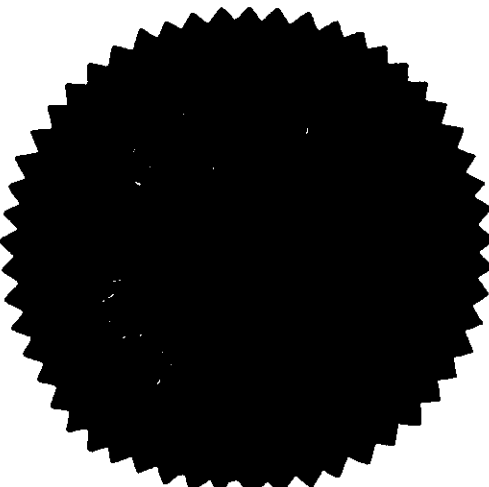

I, Sherrod Brown

do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show Certificate of AGREEMENT OF MERGER of CLC PROPERTIES CORPORATION, an Ohio corporation, Charter No. 638825, having its principal location in Columbus, County of Franklin, was incorporated on August 1st, 1984, merging into: CHEMLAWN SERVICES CORPORATION, survivor of said merger, an Ohio corporation, Charter No. 638824, having its principal location in Columbus, County of Franklin, was incorporated on August 1st, 1984 and said merger was filed in this office on December 15th, 1987, recorded on roll G292 frame 1042 of the Records of Incorporations. The effective date of said merger was December 31st, 1987. Said surviving corporation, **CHEMLAWN SERVICES CORPORATION**, is currently in GOOD STANDING upon the records of this office.

WITNESS my hand and official seal at

Columbus, Ohio, this

8th day of January, A.D. 1988

  
  
\_\_\_\_\_  
Sherrod Brown  
Secretary of State