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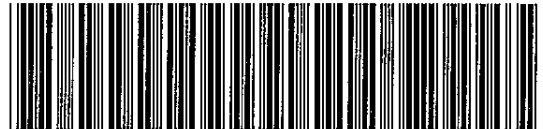
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 109117 4812402

AUTHORIZATION :

Patricia P. [Signature]

COST LIMIT : \$ 70.00

ORDER DATE : December 28, 2004

ORDER TIME : 10:07 AM

ORDER NO. : 109117-005

CUSTOMER NO: 4812402

CUSTOMER: Ms. Carol Braunschweig
Calfee, Halter & Griswold LLP

1400 McDonald Investment Ct.
800 Superior Avenue
Cleveland, OH 44114-2688

DOMESTIC FILING

NAME: NEXT GENERATION VENTURES II,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: _____

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Next Generation Ventures II, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

17 South High Street
Suite 1220
Columbus, OH 43215

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and the Corporation shall have all of the powers conferred upon corporations organized under the State of Florida to carry out such purpose.

ARTICLE IV SHARES

The number of shares of stock is:

1000 Shares, par value \$.01 per share.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and of the initial director is: Wayne Boich, Jr.

17 South High Street
Suite 1220
Columbus, OH 43215

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Carol Braunschweig
1400 McDonald Investment Center
Cleveland, OH 44114-2688

See attachment for Articles VIII and IX

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Corporation Service Company

By Deborah D. Skipper
Signature/Registered Agent

Deborah D. Skipper
Asst. V. Pres.

December 28, 2004
Date

Carol Braunschweig
Signature/Incorporator

December 27, 2004
Date

Carol Braunschweig

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TALLAHASSEE, FLORIDA

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Attachment to
Articles of Incorporation of
Next Generation Ventures II, Inc.

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

ARTICLE IX. TERM

The corporation shall have perpetual existence.

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