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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 722628 7215361

AUTHORIZATION :

*Patricia Pizote*

COST LIMIT : \$ 70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN -7 PM 4:33

ORDER DATE : June 7, 2000

ORDER TIME : 12:32 PM

ORDER NO. : 722628-005

CUSTOMER NO: 7215361

200003280702--4

CUSTOMER: Mr. John D. Gerken  
MR. JOHN D. GERKEN  
MR. JOHN D. GERKEN  
903 Pinellas Bay Way #308

Saint Petersburg, FL 33715

DOMESTIC FILING

NAME: KGB SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini - EXT.  
EXAMINER'S INITIALS:

RECEIVED  
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*3/6/8/00*

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ARTICLES OF INCORPORATION  
OF —

KGB SOLUTIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KGB SOLUTIONS, INC.

The address of the principal office of this corporation shall be 903 Pinellas Bay Way, #308, Tierra Verde, Florida 33715, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

JOHN D. GERKEN  
DIR.

6636 WEST LONG DRIVE  
LITTLETON, COLORADO 80123

ROGER A. KERR  
DIR.

19317 RANWORTH DRIVE  
GERMANTOWN, MARYLAND 20874

KEVIN BOYD  
DIR.

903 PINELLAS BAY WAY, #308  
TIERRA VERDE, FLORIDA 33715

FILED  
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DIVISION OF CORPORATIONS

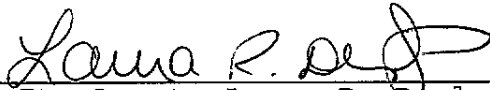
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:-


The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on June 7, 2000.

  
Its Agent, Laura R. Dunlap  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
Its Agent, Laura R. Dunlap  
Authorized Service Representative  
Corporation Service Company

JLZ