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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 849413 7226510

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pujate*

00 OCT -2 PM 5:05

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ORDER DATE : October 2, 2000

ORDER TIME : 12:40 PM

ORDER NO. : 849413-005

CUSTOMER NO: 7226510

100003411881--9

CUSTOMER: Mr. Christopher Spann  
Mr. Christopher Spann

P.o.b. 681488

Schaumburg, IL 60168

DOMESTIC FILING

NAME: CHARMED POSITION INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:  
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 OCT -2 PM 5:05

ARTICLES OF INCORPORATION  
OF

CHARMED POSITION 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:

CHARMED POSITION INC.

The address of the principal office of this corporation shall be 2432 N. Washtenaw Avenue, Apartment 3N, Chicago, Illinois 60647, 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 1,500 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 one Director, initially. The name and address of the initial member of the Board of Directors are:

Christopher Spann

Post Office Box 681488  
Schaumburg, Illinois 60168

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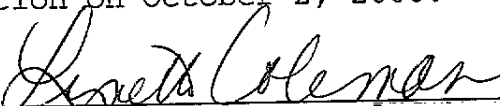
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ARTICLE VII. INCORPORATOR

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

The Company Corporation  
2711 Centerville Road Suite 400  
Wilmington, Delaware 19808

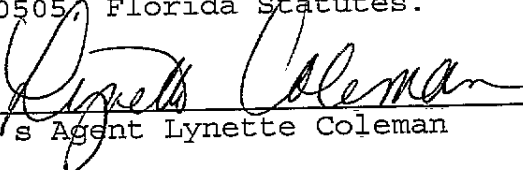
The undersigned incorporator has executed these Articles of Incorporation on October 2, 2000.

  
It's Agent Lynette Coleman  
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:

  
It's Agent Lynette Coleman

Authorized Service Representative  
Corporation Service Company