

ARTICLES OF INCORPORATION OF BIG PHIL, INC. The undersigned acting as the incorporator of a corporation for profit pursuant to Colorado Revised Statutes (C.R.S.) 7-102-102, delivers these Articles of Incorporation to the Colorado Secretary of State for filing, and states as follows: NAME The name of the corporation shall be BIG PHIL, INC. STOCK The total number of shares that the corporation is authorized to issue is 10,000 shares of no par common stock.

INDEMNIFICATION The corporation shall indemnify, to the fullest extent permitted by applicable law in effect from time to time, any person, and the estate and personal representative of any such person, against all liability and expense (including attorneys fees) incurred by reason of the fact that he is or was a director or officer of the corporation or, while serving as a director or officer of the corporation, he is or was serving at the request of the corporation as a director, officer, employee, fiduciary, or agent of, or in any similar managerial or fiduciary position of, another domestic or foreign corporation or other individual or entity or of an employee benefit plan. The corporation shall also indemnify any person who is serving or has served the corporation as director, officer, employee, fiduciary, or agent, and that persons estate and personal representative, to the extent and in the manner provided in any bylaw, resolution of the shareholders or directors, contract or otherwise, so long as such provision is legally permissible. RIGHT OF DIRECTORS AND OFFICERS TO CONTRACT WITH CORPORATION Any of the directors or officers of this corporation shall not, in the absence of fraud, be disqualified by his office from dealing or contracting with this corporation either as a vendor, purchaser or otherwise, nor shall any firm, association, or corporation of which he shall be a member, or in which he may be pecuniarily interested in any manner be so disqualified. No director or officer, nor any firm, association or corporation with which he is connected as aforesaid shall be liable to account to this corporation or its shareholders for any profit realized by him from or through any such transaction or contract, it being the express purpose and intent of this Article to permit this corporation to buy from, sell to, or otherwise deal with partnerships, firms or corporations of which the directors and officers of this corporation, or any one or more of them, may be members, directors, or officers, or in which they or any of them may have pecuniary interests; and the contracts of this corporation, in the absence of fraud, shall not be void or voidable or affected in an manner by reason of any such position. Furthermore, directors of this corporation may be counted for a quorum of the Board of Directors of this corporation at a meeting even though they may be pecuniarily interested in matters considered at such meetings, and any action taken at such a meeting with references to such matters by a majority of the disinterested directors shall not be void or voidable by this corporation in the absence of fraud.

LIMITATION ON DIRECTOR LIABILITY All directors of the corporation shall be individuals who are eighteen (18) years of age or older. All corporate powers shall be exercised by or under the authority of, and business and affairs of the corporation managed under the direction of the board of directors. The personal liability of a director to the corporation or to its shareholders for monetary damages for breach of fiduciary duty as a director is eliminated; except that this shall not eliminate the liability of a director to the corporation or to its shareholders for monetary damages for: Any breach of the directors duty of loyalty to the corporation or to its shareholders; acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; acts specified in the Colorado Revised Statutes, as now in effect or hereafter amended; or any transaction from which the director derived an improper personal benefit. REGISTERED AGENT The street address of the corporations initial registered agent and initial registered office is Rod Ermel, CPA, for Rod Ermel Associates, Inc., 675 Southpointe Court, Suite 100, Colorado Springs, Colorado 80906. Either the registered office or the registered agent may be changed in the manner permitted by law. PRINCIPAL OFFICE The address of the corporations initial principal office is 675 Southpointe Court, Suite 100, Colorado Springs, Colorado 80906. INCORPORATORS The name and address of the incorporator is: Rod Ermel, CPA 675 Southpointe Court, Suite 100 Colorado Springs, CO 80906 DOCUMENT DISTRIBUTION The name and mailing address of the individual who has caused this document to be delivered for filing and

to whom the Secretary of State may deliver notice if filing of this document is refused
is: Rod Ermel, CPA c/o Rod Ermel Associates, Inc. 675 Southpointe Court, Suite 100