

ARTICLES OF INCORPORATION
OF
OVARE INTERNATIONAL INC.

1. **Name.** The Corporation's name shall be Ovare International Inc. (the "*Corporation*").
2. **Authorized Capital Stock.** The aggregate number of shares the Corporation shall have authority to issue shall be 1,000 common shares.
3. **Registered Office and Agent.** The street address of the Corporation's initial registered office shall be 400 West Market Street, Suite 1400, Louisville, Kentucky 40202. The name of the Corporation's initial registered agent at that office shall be Ovare Group Inc.
4. **Principal Office.** The mailing address of the Corporation's principal office shall be 400 West Market Street, Suite 1400, Louisville, Kentucky 40202.
5. **Board of Directors.** The Board of Directors of the Corporation, other than the initial Board of Directors, shall consist of the number of directors fixed in accordance with the Corporation's Bylaws.
6. **Incorporator.** The name and mailing address of the incorporator are: FBT LLC, 400 W. Market, Suite 3200, Louisville, Kentucky 40202.

FBT LLC, Incorporator


By:


Jill Batcher, Manager

**CONSENT TO SERVE
AS
INITIAL REGISTERED AGENT
FOR
OVARE INTERNATIONAL INC.**

The undersigned hereby consents to serve as the initial registered agent for Ovare International Inc. (the "*Corporation*"), as contemplated by the Corporation's Articles of Incorporation.

OVARE GROUP INC.

By 
Toni Clem, President

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