

**Commonwealth of Kentucky
Trey Grayson, Secretary of State**

Trey Grayson
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Articles of Incorporation

PAOI
0724478.09
Trey Grayson
Secretary of State
Received and Filed
3/2/2009 8:20:42 AM
Fee receipt: \$50.00

PAI

For the purposes of forming a business corporation in Kentucky pursuant to KRS Chapter 271B, the undersigned incorporator hereby submits the following Articles of Incorporation to the office of the Secretary of State for filing:

Article I: The name of the company is

Blue Penguin Holdings, Inc.

Article II: The street address of the company's initial registered office in Kentucky is

67 Clover Pointe Drive, Somerset, KY 42503

and the name of the initial registered agent at that address is **Christopher Kash Short**

Article III: The mailing address of the company's initial principal office is

67 Clover Pointe Drive, Somerset, KY 42503

Article IV: The name and mailing address of each incorporator is

Christopher Kash Short 67 Clover Pointe Drive, Somerset, Kentucky 42503

Article V: The number of shares the corporation is authorized to issue is **1000**

Executed by the Incorporator on Monday, March 02, 2009

Signature of Incorporator: **Christopher Kash Short**

I, **Christopher Kash Short**, consent to serve as the registered agent on behalf of the corporation.

Signature of registered agent or individual signing on behalf of the company serving as registered agent:

Christopher Kash Short