



Whereas, ARTICLES OF INCORPORATION OF
UNITED MOTIVATION CORP.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

86591010

Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois,*

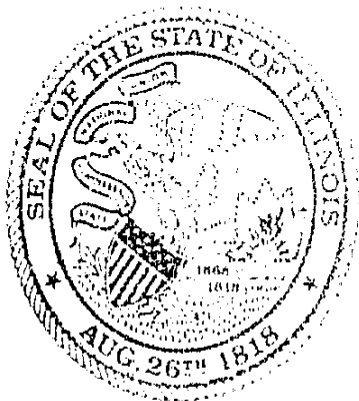
at the City of Springfield, this 5th
day of December *AD 19* 86 *and*
of the Independence of the United States

the 11th day of November *1986.*

SCHOENBERG FISHER & MERRILL, P.C.O.

Jim Edgar

SECRETARY OF STATE

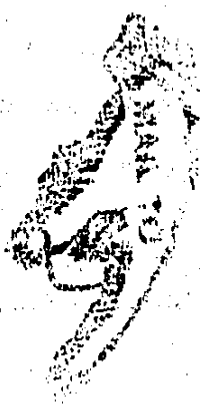


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011-1077AM

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PROPERTY OF COOK COUNTY CLERK'S OFFICE



SCHOENBERG, FISHER & NEWMAN, LTD.
Suite 2700 - 222 South Riverside Plaza
Chicago, Illinois 60606

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BCA-2.10 (Rev. Jul. 1984)

JIM EDGAR
Secretary of State
State of Illinois

File #

Submit In Duplicate

Payment must be made by Certified Check, Cashiers' Check, Illinois Attorney's Check, Illinois G.P.A.'s Check or Money order, payable to "Secretary of State"

DO NOT SEND CASH!

This Space For Use By
Secretary of State

Date 11/5/86

License Fee \$ 50

Franchise Tax \$ 25.00

Filing Fee \$ 75.00

Clerk 100.00

ARTICLES OF INCORPORATION

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is UNITED MOTIVATION CORP.
(Shall contain the word "corporation", "company", "incorporated", "limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent

ALVIN

MAGIDA

First Name

Middle Name

Last Name

Registered Office

4645 North Ravenswood Street

Number

Street

Suite # (A.P.O. Box alone is not acceptable)

Chicago

60640

COOK

City

Zip Code

County

ARTICLE THREE The purpose or purposes for which the corporation is organized are:
If not sufficient space to cover this point, add one or more sheets of this size.

To engage in any purpose or purposes which are lawful for a corporation for profit organized under the Business Corporation Act of Illinois excepting, however, insurance, the operation of railroads, the practice of a profession or banking.

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
Common	No Par Value	100,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

If not sufficient space to cover this point, add one or more sheets of this size.

No shareholder shall have cumulative voting rights in the election of directors.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
Common	No Par Value	1,000	\$ 100
			\$
			\$
			\$
TOTAL			\$ 100

* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

Chicago Illinois 60604
Suite 3100 - 555 South Dearborn Street
SCHOMBBERG FISHER & MANNING LTD.

86591010

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Form BCA-2.10

File No.

ARTICLES OF INCORPORATION

FILED

DEC 5 1985

JIM EDGAR

Secretary of State
FEE SCHEDULE

The following fees are required to be paid at the time of issuing the Certificate of Incorporation: FILING FEE \$75.00; INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (See Art. 5); MINIMUM \$.50; INITIAL FRANCHISE TAX of 1/10 of 1% of the consideration to be received for initial issued shares (See Art. 5); MINIMUM \$25.00.

EXAMPLES OF TOTAL DUE

Consideration to Be Received	TOTAL DUE*
up to \$1,000	\$100.50
\$ 5,000	\$102.50
\$ 10,000	\$105.00
\$ 25,000	\$112.80
\$ 50,000	\$150.00
\$100,000	\$225.00

*Includes Filing Fee + License Fee + Franchise Tax

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone: (217) 782-6961

SCHOENBERG, FISHER & NEWMAN, LTD.
Suite 2700 - 222 South Riverside Plaza
Chicago, Illinois 60606

Secretary.
The undersigned, as incorporator, hereby declares that the foregoing articles of incorporation shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.

Name (please print) _____ Signature _____
 Name (please print) _____ Signature _____
 Name (please print) _____ Signature _____
 Samuel Schoenberg
 222 S. Riverside Plaza, Suite 2700
 Chicago, IL 60606
 City/Town _____ State _____ Zip _____
 City/Town _____ State _____ Zip _____

DEPT OF RECORDING
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ARTICLE SEVEN OPTIONAL

(a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
 (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ _____
 (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

ARTICLE EIGHT OTHER PROVISIONS

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

The undersigned incorporator(s) hereby declare(s) under penalties of perjury that the statements made in the foregoing articles of incorporation are true.
 Dated _____ 1986
 Signature and Names _____
 Samuel Schoenberg

1234567890101112