

Charles R. Grice, Jr.

Anrora, CO 80016

July 19, 2010

Thomasenia Duncan, Esq.
General Counsel
Jeff S. Jordan
Supervisory Attorney
Complaints Examination &
Legal Administration
Federal Election Commission
999 E Street, N.W.
Washington, D.C. 20463

Re: FEC No. MUR 6296: Kenneth R. Buck, Buck for Colorado, Declaration Alliance, The Campaign for Liberty, Inc., Americans for Job Security, Liberty Services Corporation, Jerry L. Morgensen, Hensel Phelps Construction Co. and Perry L. Buck

Dear Ms. Duncan and Mr. Jordan:

By letter dated May 26, 2010, the Federal Election Commission acknowledged receipt on May 20, 2010, of my letter alleging violations of the Federal Election Campaign Act of 1971 and regulations of the Federal Election Commission against Colorado U. S. Senate candidate Kenneth R. Buck (herein "Buck"), his US Senate campaign committee Buck for Colorado (herein the "Buck Committee"), Declaration Alliance, a Virginia corporation (herein "Declaration Alliance"), The Campaign for Liberty, Inc., a Delaware corporation (herein "Campaign for Liberty"), Americans for Job Security, a Washington, D.C., corporation (herein "Americans for Job Security"), Jerry L. Morgensen (herein "Morgensen"), Hensel Phelps Construction Co., a Delaware corporation (herein "Hensel Phelps"), and Perry L. Buck (herein "Mrs. Buck").

As you will recall, my complaint alleges that these Respondents have, individually and collectively, (a) violated the prohibition on accepting coordinated communications paid for by individuals and/or corporations as set forth in 2 U.S.C. § 441a(a)(7)(B)(i) and 11 C.F.R. §§ 114.2(b) and 109.22, (b) violated the prohibition on accepting coordinated communications paid for by federal government contractors as set forth in 2 U.S.C. §§ 441a(a)(7)(B)(i) and 441c(a) and 11 C.F.R. §§ 115.2(a) and 109.22, (c) made impermissible corporate contributions to a U.S. Senate candidate and/or a federal candidate campaign committee, and (d) in the case of Mrs. Buck, violated the individual campaign contribution limitations. An unsigned copy of my original complaint letter is attached hereto and incorporated herein by this reference.

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FEDERAL ELECTION
COMMISSION

2010 JUL 26 AM 11:45

OFFICE OF GENERAL
COUNSEL

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July 16, 2010

The basis for these allegations were at least two meetings in the first half of 2009, after Buck had determined that he would be a candidate for the U.S. Senate, at which meetings Buck, accompanied by Morgensen and Jonathan Hotaling (referenced in my first letter as John Hotaling), informed prospective campaign consultants that his friend, Morgensen, would contribute \$1,000,000 or more on Buck's US Senate campaign ostensibly as an independent expenditure but in coordination with Buck's U. S. Senate campaign to help elect Buck to the US Senate. Thereafter, at least \$1,000,000 has been contributed by Morgensen and/or Hensel Phelps to Declaration Alliance, The Campaign for Liberty, Inc., and Americans for Job Security and these 501(c) organizations have illegally coordinated with Buck's U.S. Senate campaign to spend these contributions on political television commercials and printed political materials which either support Buck or attack his Primary election opponent. These political television commercials continue to this date.

As previously alleged, upon information and belief, Jonathan Hotaling and these entities have been using funds received from Morgensen and/or Hensel Phelps or other individuals who have contributed in excess of the maximum allowable contribution limit of \$2,400, in coordination with Buck and Buck's U. S. Senate campaign to benefit Buck and Buck's U. S. Senate campaign. I have learned from reliable sources since my original complaint that, in addition to Buck, Morgensen, and Jonathan Hotaling, Weld County Commissioner Sean Conway attended at least one of the meetings at which Morgensen personally pledged he would contribute \$1,000,000 or more to Buck's efforts through 501(c) organizations to be managed by Jonathan Hotaling.

In further support of my initial complaint, a Colorado newspaper reported that it had obtained phone records from Ken Buck's office and determined that, "In March, April and May of 2009, there were dozens of calls placed to Hensel Phelps Construction headquarters in Greeley." (see http://www.denverpost.com/search/ci_15542398)

I have also recently learned that, in addition to allegations of illegality set forth in my letter you received on May 20, 2010, this same Jonathan Hotaling and his company Liberty Services Corporation, a Colorado corporation, have funded, in whole or in part, a court challenge to the certification of the nominating petitions of Buck's Primary election opponent. Attached as Exhibit A is the Colorado Secretary of State Summary Report on Liberty Service Corporation. Specifically, on or about June 17, 2010, Thomas Bjorklund, a Buck supporter, filed a civil complaint in Colorado's Denver District Court asserting that the Colorado Secretary of State had improperly certified Jane Norton to the Republican Primary election ballot. Bjorklund's challenge was rejected by the court on July 14, 2010, as without merit.

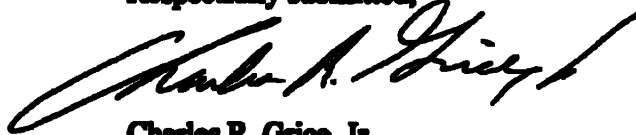
During a deposition taken on June 29, 2010, in connection with his law suit, Bjorklund admitted that he and his company Tactical Data Solutions, Inc., had been contacted by Jonathan Hotaling and were hired—and will be paid by—Liberty Services to analyze Jane Norton's ballot petitions and file the complaint seeking to disqualify Jane Norton from the Primary election ballot. See pages 1-9 and 132-138 of June 29, 2010, Deposition of Bjorklund, attached as Exhibit B.¹

¹ Mr. Bjorklund's entire deposition is available upon request.

July 16, 2010

The foregoing is correct and accurate to the best of my knowledge, information and belief.

Respectfully submitted,

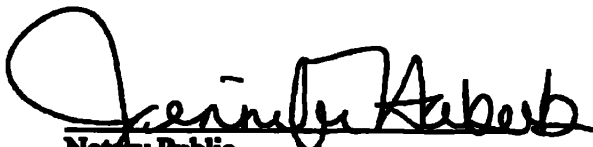
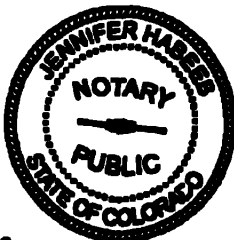


Charles R. Grice, Jr.

Sworn to and subscribed to me this 19th day of July, 2010, by Charles R. Grice, Jr.

Witness my hand and seal.

My commission expires: 2/25/2012


Notary Public

My Commission Expires Feb. 25, 2012

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EXHIBIT C
Original Complaint

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RECEIVED
FEDERAL ELECTION
COMMISSION

2010 JUL 26 AM 11:45

OFFICE OF GENERAL
COUNSEL

Charles R. Grice, Jr.

Aurora, CO 80016

May 18, 2010

Thomasenia Duncan, Esq.
General Counsel
Federal Election Commission
999 E Street, N.W.
Washington, D.C. 20463

Re: Kenneth R. Buck, Buck for Colorado, Declaration Alliance, The Campaign for Liberty, Inc., Americans for Job Security, Jerry L. Morgensen, Hensel Phelps Construction Co. and Perry L. Buck

Dear Ms. Duncan:

Pursuant to 2 U.S.C. § 437g(a)(1) and 11 C.F.R. § 111.4, please accept this letter as a Complaint for violations of the Federal Election Campaign Act of 1971, as amended (herein the "Act"), and regulations of the Federal Election Commission (herein the "FEC" or the "Commission") against Colorado U. S. Senate candidate Kenneth R. Buck (herein "Buck"), his U.S. Senate campaign committee Buck for Colorado (herein the "Buck Committee"), Declaration Alliance, a Virginia corporation (herein "Declaration Alliance"), The Campaign for Liberty, Inc., a Delaware corporation (herein "Campaign for Liberty"), Americans for Job Security, a Washington, D.C. corporation (herein "AJS"), Jerry L. Morgensen (herein "Morgensen"), Hensel Phelps Construction Co., a Delaware corporation (herein "Hensel Phelps"), and Perry L. Buck (herein "Mrs. Buck"). The foregoing individuals or entities are sometimes collectively referred to herein as the "Respondents." Specifically, the Respondents have, individually and collectively, (a) violated the prohibition on accepting coordinated communications paid for by individuals and/or corporations as set forth in 2 U.S.C. § 441a(a)(7)(B)(i) and 11 C.F.R. §§ 114.2(b) and 109.22, (b) violated the prohibition on accepting coordinated communications paid for by federal government contractors as set forth in 2 U.S.C. §§ 441a(a)(7)(B)(i) and 441c(a) and 11 C.F.R. §§ 115.2(a) and 109.22, (c) made impermissible corporate contributions to a U.S. Senate candidate and/or a federal candidate campaign committee, and (d) in the case of Mrs. Buck, violated the individual campaign contribution limitations.

I. Facts

Buck is and at all relevant times has been a resident of Weld County, CO, resident at [redacted] Greeley, CO 80634. His spouse, Mrs. Buck, resides with him at this same address.

Since December 30, 2008, Buck and Mrs. Buck have been the owners, as joint tenants, of a townhouse located at 3950 W. 12th Street, Unit 21, Greeley, CO 80634 (herein the "Greeley

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Townhome"). See attached Exhibit A. According to the records of the Weld County Assessor, the most recent assessed value of the Greeley Townhome was \$167,882. See attached Exhibit A.

The Buck Committee is the authorized principal campaign committee for Buck, who is a candidate for the United States Senate for the State of Colorado. The Buck Committee filed its most recent FEC Form 1 Statement of Organization on December 21, 2009. See attached Exhibit B. Buck filed his most recent FEC Form 2 Statement of Candidacy on July 1, 2009. See attached Exhibit C.

FEC contribution and expenditure reports filed by Buck and the Buck Committee through March 31, 2010 are available on the Commission's website, at <http://images.nictusa.com/cgi-bin/fedimg/?CB0461368>.

Declaration Alliance is a domestic corporation incorporated in the State of Virginia on December 5, 2005. See attached Exhibit D. Upon information and belief, one of its principal agents or employees is John Hotelling, formerly of Denver, CO.

Campaign for Liberty is a domestic corporation incorporated in the State of Delaware on June 3, 2008, and is registered to do business in the State of Virginia. See attached Exhibit E. The officers and/or directors of Campaign for Liberty are Jesse Benton and Ronnie Paul. See attached Exhibit E.

AJS is a domestic not-for-profit corporation incorporated in Washington, D.C., as a 501(c)(6). See attached Exhibit F.

All three groups—Declaration Alliance, Campaign for Liberty and AJS—are well-known conduits readily accessible to candidates who can supply big donations.

Hensel Phelps is a domestic corporation incorporated in the State of Delaware on July 1, 1982, with corporate headquarters at 420 Sixth Avenue, Greeley, CO 80632 (970-352-6565). See attached Exhibit G. Hensel Phelps is a federal government contractor and, as such, has received substantial federal government contracts and funds, including, most recently, government "stimulus" funds. In addition, upon information and belief, in 2009, Hensel Phelps was awarded at least \$1.65 billion in federal government contracts in its own name, and another approximately \$94 million in federal government contracts in joint venture contracts with Kiewit Corporation and \$117 million in federal government contracts in joint venture contracts with Solpac Construction, Inc. d/b/a Soltak Pacific Construction Company. Upon information and belief, thus far in 2009 and 2010, Hensel Phelps has been awarded approximately \$433 million in federal government contracts.

The chairman and CEO of Hensel Phelps is Jerry L. Morgensen. See attached Exhibit H. Morgensen is a resident of Greeley, CO, and is, upon information and belief, a member of the finance or fundraising committee of the Buck Committee. In addition, Morgensen is a director and owner of Cache Bank and Trust, 4601 W. 20th Street, Greeley, CO. See attached Exhibit H. After leaving the Colorado United States Attorney's office in about 2002, Buck worked for approximately two years for Hensel Phelps and for Morgensen in Greeley, CO.

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In about March 2009, as Buck was considering his candidacy for the U.S. Senate, Buck interviewed prospective campaign consultants. During these interviews, Buck informed prospective campaign consultants and others that his friend Morgenson was prepared to spend up to \$1 million on Buck's anticipated U.S. Senate campaign, presumably as an independent expenditure. Morgenson, who accompanied Buck to some of these interviews, confirmed that he was planning to "invest" one million dollars or more in Buck's Senate campaign.

Since announcing his campaign for the U.S. Senate, and according to the attached FEC reports, Morgenson and other direct employees of Hensel Phelps and their direct family members have contributed a total of \$146,000 to Buck and/or to the Buck Committee. See Quarterly Reports, available at <http://www.fec.gov/disclosure/7C00461366>. These total campaign contributions from Morgenson and/or employees of Hensel Phelps and their direct family members constitute nearly one-fourth of the total campaign contributions received by Buck and the Buck Committee through March 31, 2010.

Upon information and belief, Buck has advised Morgenson and other potential Buck donors who are financially able to contribute more than the maximum allowable contribution of \$2,400 to make excess contributions to Declaration Alliance in care of John Hotelling. In February and March 2010, intending to benefit Buck and the Buck Committee, Declaration Alliance, with the involvement of John Hotelling, and using funds funneled to Declaration Alliance by Hensel Phelps and/or Morgenson and/or other individuals who have contributed in excess of the maximum allowable contribution limit of \$2,400 per individual, received and spent just over \$158,000 on a television ad campaign attacking one of Buck's potential primary opponents. See attached Exhibit I.

Just before that, in January 2010, intending to benefit Buck and the Buck Committee and, upon information and belief, with the involvement of John Hotelling, Campaign for Liberty used funds funneled to it by Hensel Phelps and/or Morgenson and/or other individuals who have contributed in excess of the maximum allowable contribution limit of \$2,400 per individual to spend approximately \$329,000 on a television ad campaign attacking one of Buck's potential primary opponents. See attached Exhibit J.

In the last few months, Hensel Phelps and/or Morgenson and/or other individuals, intending to benefit Buck, upon instructions from Buck, have made additional contributions in excess of the maximum allowable contribution limit of \$2,400 to AJS. Upon information and belief, these contributions in excess of allowable contributions limits were funneled to AJS upon instructions from John Hotelling.

In April 2010, intending to benefit Buck and the Buck Committee, AJS, using funds funneled to it by Hensel Phelps and/or Morgenson and/or other individuals who have contributed in excess of the maximum allowable contribution limit of \$2,400, received and spent at least \$234,000 on a television ad campaign and promotional campaign literature promoting Buck for the U.S. Senate.

According to an article in the April 13, 2010, edition of The Denver Post, Buck's U.S. Senate campaign manager, Walt Klein, announced that AJS had "taken more than \$300,000 in

[television] ads out to support Republican Senate hopeful Ken Buck," and that "[t]he pro-Buck ads should start running on main Denver network stations, in Colorado Springs and in Grand Junction this week through April 23." See attached Exhibit K, which also is available at <http://denverpost.com/content/article/2010/04/13/virginia-buck-and-political-groups-to-run-pro-buck-ads/>. The AJS television ad touts Buck as a conservative candidate for the U.S. Senate who will fight to control federal government spending. The AJS television ad also encourages viewers to call Buck and tell him to keep fighting for taxpayers who have had it with federal government spending. The television ad may be viewed at: <http://www.youtube.com/user/ajsvideoads/video/UB7b55xL6D8>. Clearly, Mr. Klein had advance knowledge and information about this AJS television ad buy, thus demonstrating an improper coordinated expenditure by AJS.

All told, the three groups—Declaration Alliance, Campaign for Liberty and AJS—spent upwards of \$781,000, that is, over three-quarters of a million dollars, on ad buys intended to benefit Buck and the Buck Committee.

According to the Buck Committee's March 31, 2010, FEC report, on March 30, 2010, Buck loaned the Buck Committee \$100,000 to advance his campaign for the U.S. Senate. See April 2010 Quarterly Report, available at <http://images.nictusa.com/cgi-bin/fecimg/7C00461368>. According to Weld County, CO, records, on November 4, 2009, Buck and his spouse, Mrs. Buck, borrowed \$120,000 from Cache Bank and Trust, Greeley, CO, the bank owned by Morgenson. This \$120,000 loan was secured by a deed of trust on the Greeley Townhouse jointly owned by Buck and Mrs. Buck. In that then-most recent assessment of the value of this real property by the Weld County Assessor was \$167,862, the loan to Buck and his spouse by Morgenson's bank represented 71.5 percent of the value of the real property. This loan by Morgenson and his bank, Cache Bank and Trust, Greeley, CO, constitutes an additional improper contribution in excess of permissible FEC limits by a corporation, to wit: Cache Bank and Trust and/or an individual, to wit: Morgenson and/or Mrs. Buck.

As is clear from the foregoing, the Declaration Alliance, Campaign for Liberty and AJS television ad buys made for the benefit of Buck and the Buck Committee and the AJS campaign literature promoting Buck for Senate malapropo Colorado citizens were financed, upon information and belief, by Morgenson, Hensel Phelps, other contributors, Cache Bank and Trust, Greeley, CO, and/or Mrs. Buck to the extent of her joint ownership interest in the Greeley Townhouse. See attached Exhibit L. As such, these contributions constitute contributions in excess of the permissible FEC limits, impermissible coordinated campaign expenditures and prohibited corporate contributions by a major federal government contractor and/or a regulated banking institution.

D. Relevant Law

A public communication is "a communication by means of any broadcast, cable or satellite communication . . . to the general public, or any other form of general public political advertising." 11 C.F.R. § 100.26. When an organization pays for a public communication that is coordinated with a candidate, as opposed to an independent expenditure, the communication is considered an in-kind contribution to that candidate and is subject to the Act's contribution

limits, prohibitions and reporting requirements. See 2 U.S.C. § 441a(a)(7)(B)(i); 11 C.F.R. § 109.22. Therefore, only permissible sources may make coordinated communications. 11 C.F.R. § 109.22. Communications are "coordinated" if "made in cooperation, consultation or concert with, or at the request or suggestion of, a candidate, a candidate's authorized committee, or a political party committee." 11 C.F.R. § 109.20; see 2 U.S.C. § 441a(a)(7)(B)(i).

Corporations are prohibited from making contributions to candidates for federal office, and may not pay for communications coordinated with a candidate. 2 U.S.C. § 441b(a); 11 C.F.R. §§ 114.2(b), 109.22. Government contractors likewise are prohibited from making contributions to federal candidates and, by extension, from paying for coordinated communications. 2 U.S.C. § 441c(a); 11 C.F.R. §§ 115.2(a), 109.22. Individuals who are not otherwise prohibited from making contributions may contribute up to—but not more than—\$2,400 per election. 2 U.S.C. § 441a(a)(1)(A); 11 C.F.R. §§ 110(a), 110(b)(1).

Contributions include in-kind contributions of "anything of value," and the provision of goods or services for less "the usual and normal charge for such goods and services" results in a contribution and, in the case of a corporation, a prohibited contribution. 2 U.S.C. §§ 431(a)(1), 441b(b)(2); 11 C.F.R. §§ 100.52(a), 100.52(d), 114.2(b)(1). A commercial transaction, such as the making of a loan, is permissible only if it is "commercially reasonable" in the loan was made "in exchange for bargained for consideration of equal value." Advisory Op. 2006-34.

As noted above, expenditures for coordinated communications are contributions subject to the Act's reporting requirements and must be reported by a political committee. See 2 U.S.C. § 441a(a)(7)(B)(i), 434; 11 C.F.R. § 109.20, 104.2.

Coordinated communications paid for by corporations or government contractors are impermissible in-kind contributions under the Act and may not be accepted by a political committee. 2 U.S.C. §§ 441b(a), 441c(a); 11 C.F.R. §§ 114.2(b), 115.2(a), 109.22. Knowing acceptance of an impermissible contribution by a political committee, or by an "officer or employee of a political committee," is a violation of the Act. 2 U.S.C. § 441a(f).

III. Legal Analysis

The advertisements purchased and run by Declaration Alliance, Campaign for Liberty and AJS are impermissible coordinated communications. According to Buck's campaign manager, who clearly had advance knowledge of the AJS ad buys, the AJS television ads ran on "most Denver network stations, in Colorado Springs and in Grand Junction," Colorado. See Attachment K. Thus, the ads are "broadcast" communications, which are "communications" under the Commission's regulations.

The advertisements are coordinated communications because of the apparent cooperation between Declaration Alliance, Campaign for Liberty and/or AJS and Morgenson and/or Hamed Phelps and/or Mrs. Buck and/or other undisclosed contributors, on the one hand, and Buck and the Buck Committee, on the other. The statement of Buck's campaign manager in The Denver Post article indicates that both Buck and the Buck Committee had prior knowledge of the AJS ad

buy, and that the AJS ad buy would benefit Buck and the Buck Committee. See attached Exhibit K. Moreover, Buck's campaign manager Mr. Klein had details regarding the AJS television ads, such as the amount of the ad buy, where and when the AJS television ads would be run, and the duration of the AJS television ad buy. See attached Exhibit K. This is the sort of information that could only have come from those purchasing and running the ads, namely AJS and/or Morgensen and/or Hensel Phelps and/or Mrs. Buck and/or other undisclosed contributors. Thus, the Declaration Alliance and AJS ad buys were "made in cooperation, consultation or concert with" Buck and the Buck Committee, and the ads are coordinated communications under the Act and the Commission's regulations.

As a result, expenditures by Declaration Alliance, Campaign for Liberty, AJS, Morgensen, Hensel Phelps, Mrs. Buck, and/or other undisclosed contributors constitute impermissible in-kind contributions to Buck and the Buck Committee and, in all probability, prohibited corporate contributions by a major federal government contractor and/or a regulated banking institution for the benefit of Buck and the Buck Committee. Because the Declaration Alliance, Campaign for Liberty and AJS ads were coordinated with Buck and the Buck Committee, and were not independent expenditures, the expenditures for the Declaration Alliance, Campaign for Liberty and AJS ads were in-kind contributions to Buck and the Buck Committee. The Declaration Alliance, Campaign for Liberty and AJS ads were paid for by Declaration Alliance, Campaign for Liberty, AJS, Morgensen, Hensel Phelps, Cache Bank and Trust and/or Mrs. Buck. As corporations, Declaration Alliance, Campaign for Liberty, AJS, Hensel Phelps and Cache Bank and Trust are prohibited from making contributions to federal election campaigns. Hensel Phelps is further prohibited from making such contributions owing to its status as a federal government contractor. By accepting these in-kind contributions, Buck and the Buck Committee have improperly and with knowledge accepted and benefited from campaign contributions that are prohibited by the Act and Commission regulations.

IV. Conclusion

Based upon the foregoing facts, Buck, the Buck Committee, Declaration Alliance, Campaign for Liberty, AJS, Morgensen, Hensel Phelps, Cache Bank and Trust and/or Mrs. Buck have violated the Federal Election Campaign Act of 1971, as amended, and the Federal Election Commission regulations. Accordingly, we respectfully request that the Commission immediately issue an appropriate cease and desist order, pursue injunctive relief, and initiate an investigation into the foregoing federal campaign contribution violations and impose the maximum penalty allowable under the law.

The foregoing is correct and accurate to the best of my knowledge, information and belief.

Respectfully submitted,

Sworn to and subscribed to me this ____ day of _____, 2010

Notary Public

My Commission Expires:

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EXHIBIT B

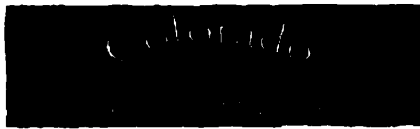
Deposition of Thomas K Bjorklund

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EXHIBIT A

**Secretary Of State Filings For
Liberty Service Corporation**

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Summary

ID Number: 20001159031
Name: LIBERTY SERVICE CORPORATION

Business Name
Business Information
Business Search

Registered Agent: JONATHAN HOTALING
Registered Agent Street Address: 3 South Tejon Street #250, Colorado Springs, CO 80903, United States
Registered Agent Mailing Address:

FAQs, Glossary and
Information

Principal Street Address: 3 South Tejon Street #250, Colorado Springs, CO 80903, United States
Principal Mailing Address:

Status: Good Standing
Form: Corporation
Jurisdiction: Colorado
Formation Date: 08/15/2000
Term of Duration: Perpetual
Annual Report Month: March

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1700 Broadway, Denver CO 80202 | 303-694-2200 | sen.business@sos.state.co.us

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MUST SUBMIT TWO COPIES

ARTICLES OF INCORPORATION

RECEIVED & FILED
\$ 30.00
SECRETARY OF STATE
08-15-2000 16:26:35

Corporation Name LIBERTY SERVICE CORPORATION

Principal Business Address 1612 south JOSEPHINE ST. DENVER CO. 80210
(Include City, State, Zip)

Cumulative voting shares of stock is authorized. Yes ☐ No ☒

If duration is less than perpetual enter number of years _____

Prospective rights are granted to shareholders. Yes ☐ No ☒

Stock Information: (If additional space is needed, continue on a separate sheet of paper.)

Stock Class COMMON Authorized Shares 100,000 Par Value no par

Stock Class _____ Authorized Shares _____ Par Value _____

The name of the initial registered agent and the address of the registered office is: (If another corporation, use last name space)

Last Name NOTALING First & Middle Name JONATHAN LION

Street Address 1612 S. JOSEPHINE ST. DENVER CO. 80210
(Include City, State, Zip)

The undersigned consents to the appointment as the initial registered agent.

Signature of Registered Agent [Signature]

These articles are to have a delayed effective date of: _____

Incorporators: Names and addresses: (If more than two, continue on a separate sheet of paper.)

NAME	ADDRESS
<u>JONATHAN L. NOTALING</u>	<u>1612 S. JOSEPHINE ST. DENVER CO. 80210</u>

Incorporators who are natural persons must be 18 years or more. The undersigned, acting as incorporator(s) of a corporation under the Colorado Business Corporation Act, adopt the above Articles of Incorporation.

Signature [Signature] Signature _____

Revised 7/95
COMPUTER UPDATE COMPLETE
CM

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