ARTICLES OF INCORPORATION

OF

PETER KIEWIT INSTITUTE TECHNOLOGY DEVELOPMENT CORPORATION

The undersigned, acting as the incorporator(s) of a nonprofit corporation under the Nebraska Nonprofit Corporation Act (the "Act") at the direction of the President of the University of Nebraska and the Board of Directors of the University Technology Development Corporation, hereby adopt the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is Peter Kiewit Institute Technology Development Corporation.

ARTICLE II
Designation

This corporation is a public benefit corporation dedicated to assist and support the Peter Kiewit Institute of the University of Nebraska.

ARTICLE III
Registered Office and Agent

The street address of the initial registered office of the corporation is 500 Energy Plaza, 409 South 17th Street, Omaha, Nebraska 68102-2663 and the name of its initial registered agent at such office is Kenneth W. Sharp.

ARTICLE IV
Purpose and Powers

A. The corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code") to support the University of Nebraska. Subject in any event to the foregoing, the specific purposes for which the corporation is formed are:
1) to promote, encourage and assist research and scholarship activities of the
departments, faculty, staff, alumni and students of the Peter Kiewit Institute of the
University of Nebraska;

2) to provide an organizational structure and means to facilitate the development,
application, and/or utilization of information science, technology and engineering
research, discoveries, inventions and other intellectual property developed by the
departments, faculty, staff, alumni and students of the Peter Kiewit Institute of the
University of Nebraska;

3) to receive assignments, hold, contract, license, transfer and otherwise deal with
information science, technology and engineering research, discoveries, inventions
and other intellectual property of whatever kind and description obtained from and
through the various departments, faculty, staff, alumni and students of the Peter
Kiewit Institute of the University of Nebraska;

4) to provide entrepreneurial guidance and assistance to the departments, faculty, staff
and students of the Peter Kiewit Institute of the University of Nebraska to encourage
them to develop new discoveries and inventions in the field of information science,
technology and engineering, and to create partnerships, ventures and other
arrangements that foster the creation, transfer and commercialization of information
science, technology and engineering intellectual property;

5) to cooperate, interact and work with private businesses and industry and federal, state
and local governmental units to develop research and licensing agreements and
arrangements facilitating the commercialization of information science, technology
and engineering intellectual property created by the departments, faculty, staff, and
students of the Peter Kiewit Institute of the University of Nebraska compatible with
the role and mission of the University of Nebraska and which are mutually beneficial
to the University of Nebraska, the State of Nebraska and private businesses and
industry;

6) to form and be members of joint ventures, partnerships, limited liability companies
or other business entities with public and private entities and persons to accomplish
the purposes and objectives described herein;

7) to enhance the development technological businesses and industry in the State of
Nebraska;
8) to make gifts, grants and other payments from the revenue derived by the corporation from its activities or from its assets to the University Technology Development Corporation, the Peter Kiewit Institute of the University of Nebraska, the University of Nebraska Foundation, or any other nonprofit entity organized, operated and existing as an entity under Section 501(c)(3) of the Internal Revenue Code, currently existing or which may be formed in future which is a supporting organization of the University of Nebraska.

B. The corporation shall possess and exercise all powers conferred by the laws of Nebraska upon corporations under the Act which an organization exempt under Section 501(c)(3) of the Code may possess or exercise.

ARTICLE V
Members

University Technology Development Corporation and its successors shall be the sole member of the Corporation.

ARTICLE VI
Board of Directors

The management of the affairs of the corporation shall be vested in a Board of Directors nominated by the President of the University of Nebraska and elected by the sole member in such number, for such terms and with such qualifications as set forth in the Bylaws.

ARTICLE VII
Corporate Operating Requirements

A. The corporation shall have no capital stock and shall declare no dividends.

B. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No director, officer or other private person shall be entitled to share in the distribution of any of the corporate assets of the corporation upon the dissolution thereof.
C. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise intending to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition, to any candidate for public office.

D. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE VII
Indemnification

The corporation may indemnify its directors, officers and employees, as provided in the Bylaws, for liabilities and expenses incurred by reason of such individuals being made a party to a proceeding because the individual is or was a director, officer or employee of the corporation.

ARTICLE IV
Dissolution

Upon the dissolution of the corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation, to the University Technology Development Corporation, the University of Nebraska Foundation or the Board of Regents of the University of Nebraska, or to such other organization or organizations, organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X
Amendments

The Board of Directors shall have the power to amend these Articles by the affirmative votes of a two-thirds (2/3) majority of the Board and the consent of the Chancellor of the University of Nebraska, except that no amendment or change in these Articles may be made at any time regarding the nonprofit or charitable status of the corporation.
ARTICLE XI
Incorporators

The name and street address of the incorporator are as follows:

Name
Kenneth W. Sharp

Street Address
500 Energy Plaza
409 South 17th Street
Omaha, Nebraska 68102-2663

Dated December 5, 2002.

Kenneth W. Sharp, Incorporator