

BYLAWS  
of  
KSE, UK, INC.

March 30, 2007

ARTICLE I  
CORPORATE OFFICES

Section 1. Principal Office. The principal office of KSE, UK, Inc. (the "Corporation") is hereby located at 1001 East Cherry Street, Suite 308, Columbia, Missouri, 65201. The Board of Directors of the Corporation (the "Board") is hereby granted the full power and authority, by a resolution of a majority of the directors, to change the principal office from one location to another.

Section 2. Other Offices. The Corporation may establish any additional offices at any place or places as the Board may designate or as the business of the Corporation shall require.

ARTICLE II  
STOCKHOLDER MEETINGS

Section 1. Time and Place of Meetings. All meetings of the stockholders for the election of directors or for any other purpose will be held at such time and place, within or without the State of Delaware, as may be designated by the Board, or by the Chief Executive Officer, the President, or the Secretary in the absence of a designation by the Board, and stated in the notice of the meeting or in a duly executed waiver of notice thereof.

Section 2. Annual Meeting. An annual meeting of the stockholders will be held at such date and time as may be designated from time to time by the Board, at which meeting the stockholders will elect by a plurality vote the directors to succeed those whose terms expire and will transact such other business as may properly be brought before the meeting.

Section 3. Special Meetings. Special meetings of the stockholders, for any purpose or purposes, unless otherwise provided by law or by the Certificate of Incorporation, may be called by the Board, the Chief Executive Officer, or the President and shall be called by the Secretary if requested in writing by the holders of a majority of the stock.

Section 4. Notice of Meetings. Written notice of every meeting of the stockholders, stating the place, date, and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be given not less than 10 nor more than 60 days before the date of the meeting to each stockholder entitled to vote at such meeting, except as otherwise provided herein or by law.

Section 5. Meetings by Remote Communication. The stockholders may participate in and act at any meeting of the stockholders through video conference or the use of a conference telephone or other communications equipment, in each case by means of which all persons participating in the meeting can hear each other, and participation in the meeting by such means shall constitute presence in person at the meeting.

Section 6. Proxies. Each stockholder entitled to vote at a meeting of the stockholders or to express consent or dissent to corporate action in writing without a meeting may authorize another person or persons to act for him, her, or it by proxy. Such proxy shall be filed with the Secretary before such meeting at such time as the Board may require. Every proxy must be signed by the stockholder granting the proxy or by his, her, or its attorney in fact. No proxy shall be voted or acted upon after three years from its date, unless the proxy provides for a longer period. A duly executed proxy shall be irrevocable if it states that it is irrevocable and if, and only as long as, it is coupled with an interest sufficient in law to support an irrevocable power. A proxy may be made irrevocable regardless of whether the interest with which it is coupled is an interest in the stock itself or an interest in the Corporation generally. A stockholder may revoke any proxy which is not irrevocable by attending the meeting and voting in person or by filing an instrument in writing revoking the proxy or another duly executed proxy bearing a later date with the Secretary.

Section 7. Quorum. The holders of a majority of the stock issued and outstanding and entitled to vote thereat, present in person or represented by proxy, shall constitute a quorum at all meetings of the stockholders for the transaction of business except as otherwise provided by law or by the Certificate of Incorporation. If, however, such quorum shall not be present or represented at any meeting of the stockholders, the stockholders entitled to vote thereat, present in person or represented by proxy, shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present or represented.

Section 8. Voting. Except as otherwise provided by law or by the Certificate of Incorporation, each stockholder shall be entitled at every meeting of the stockholders to one vote for each share of stock having voting power standing in the name of such stockholder on the books of the Corporation on the record date for the meeting, and such votes may be cast either in person or by written proxy. The vote upon any question brought before a meeting of the stockholders may be by voice vote, unless the holders of a majority of the outstanding shares of all classes of stock entitled to vote thereon present in person or represented by proxy at such meeting shall so determine. Any vote taken by written ballot shall be satisfied by a ballot submitted by electronic transmission, provided that any such electronic transmission must either set forth or be submitted with information from which it can be determined that the electronic transmission was authorized by the stockholder or proxy holder, and shall be counted by one or more inspectors of election appointed by the Board. When a quorum is present at any meeting, the vote of the holders of a majority of the stock which has voting power present in person or represented by proxy shall decide any question properly brought before such meeting, unless the question is one upon which by express provision of law, the Certificate of Incorporation, or these Bylaws, a different vote is required, in which case such express provision shall govern and control the decision of such question.

Section 9. Action Without Meeting. Any action required to be taken, or that may be taken, at any annual or special meeting of the stockholders of the Corporation, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action to be taken, shall have been signed by the holders of outstanding stock, eligible to vote on such action, having not less than the minimum number of votes of each class of stock that would be necessary to authorize or take such action at a meeting at which all shares of each class of stock entitled to vote thereon were present and voted.

### ARTICLE III DIRECTORS

Section 1. Number and Qualification. The number of directors shall consist of not less than one nor more than nine, consistent with the Certificate of Incorporation, and shall be fixed from time to time by a majority of the Board, or by an affirmative vote of the holders of a majority of stock entitled to vote on such matters. A director need not be a stockholder.

Section 2. Regular Meetings. Regular meetings of the Board may be held without notice at such time and place as shall from time to time be determined by the Board.

Section 3. Special Meetings. Special meetings of the Board may be called by the Chief Executive Officer, the President, or a majority of the Board, as applicable, with due notice given to each director by whom such notice is not waived, including less than 12 hours' notice, as the person or persons calling such meeting may deem necessary or appropriate in the circumstances.

Section 4. Telephonic Meetings. Unless otherwise restricted by the Certificate of Incorporation or these Bylaws, directors or members of any committee of the Board may participate in a meeting of the Board or committee, as the case may be, by means of conference telephone or similar communications equipment such that all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at such meeting.

Section 5. Term. A director shall be elected and hold office as provided in the Certificate of Incorporation until his or her successor is elected or until his or her resignation, removal from office or death before the end of his or her term. A director may be removed as provided in the Certificate of Incorporation and vacancies and newly created directorships shall be filled as provided in the Certificate of Incorporation. Any decrease in the authorized number of directors shall not be effective until the expiration of the term of the directors then in office, unless, at the time of such decrease, there shall be vacancies on the Board which are being eliminated by such decrease.

Section 6. Quorum. At all meetings of the Board, a majority of the total number of directors then in office shall constitute a quorum for the transaction of business, unless otherwise specified in the Certificate of Incorporation, and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board. If a quorum shall not be present at any meeting of the Board, the directors present thereat may adjourn the meeting from time to time to another place, time, or date, without notice other than announcement at the meeting, until a quorum shall be present.

Section 7. Committees of the Board. Unless otherwise specified in the Certificate of Incorporation, directors may, by resolution passed by a majority of the Board, designate one or more committees, each such committee to consist of one or more of the directors of the Corporation. The Board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another director to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the Board, shall have and may exercise all the powers and authority of the Board in the management of the business and affairs of the Corporation, to the fullest extent permitted under the laws of Delaware and in a manner consistent with the Certificate of Incorporation.

#### ARTICLE IV OFFICERS

Section 1. Generally. The officers of the Corporation will be elected by the Board and may include, without limitation, a President, a Chief Executive Officer, a Chief Financial Officer or Treasurer, and a Secretary. Notwithstanding the foregoing, the Board or a committee of the Board may also elect or appoint, or may authorize the President or Chief Executive Officer to appoint, a Chief Operating Officer, one or more Vice Presidents, one or more Assistant Secretaries and such other officers as the business of the Corporation may require. Each of the officers will have such authority and perform such duties as are customarily incident to their respective offices or as may be specified from time to time in these Bylaws or by the Board, committee of the Board, President, or Chief Executive Officer.

Section 2. Succession; Vacancy. The officers of the Corporation will hold office until their successors are elected and qualified or until such officer's earlier resignation or removal. Any of the offices may be left vacant from time to time as the Board may determine or may be filled in accordance with Section 1 of this Article IV. In the case of absence or disability of any officer of the Corporation or for any other reason deemed sufficient by a majority of the Board, the Board may delegate the absent or disabled officer's powers or duties to any other officer or to any director.

Section 3. Resignation; Removal. Without prejudice to the rights, if any, of an officer under any contract of employment, any officer may be removed, either with or without cause, at any time, by the affirmative vote of a majority of the Board or by any officer upon whom such power of removal may be conferred by the Board. Any officer may resign at any time by giving written notice to the Corporation. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; the acceptance of a resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party.

Section 4. Compensation. No officer or agent of the Corporation who is also a director of the Corporation will receive compensation for his or her services as such unless expressly provided for by the Board or by a committee of the Board. The Board or a committee of the Board may fix, or delegate to an officer of the Corporation the power to fix, the compensation of other officers or agents of the Corporation, including whether such officers or agents may be reimbursed for expenses related to the business of the Corporation.

Section 5. Execution of Documents. The President, Chief Executive Officer, and Chief Financial Officer or Treasurer shall have, and each of them is hereby given, full power and authority to execute all contracts, agreements, obligations, applications, consents, powers of attorney and other instruments made or incurred in the ordinary course of the Corporation's business, and all duly authorized deeds, other conveyances and other instruments, including those required to be under the seal of the Corporation, except where required by law to be otherwise executed and except where the execution thereof shall be expressly delegated by the Board to some other officer or agent of the Corporation. In addition, the President, Chief Executive Officer, and Chief Financial Officer or Treasurer may delegate to other officers, employees, or agents of the Corporation the power and authority to execute on behalf of the Corporation contracts, agreements, and other instruments made in the ordinary course of business, with such limitations as the President, Chief Executive Officer, and Chief Financial Officer or Treasurer may specify; such authority so delegated by the President, Chief Executive Officer, and Chief Financial Officer or Treasurer shall not be redelegated by the persons to whom such execution authority shall have been delegated.

Section 6. Stock of Other Corporations. Each of the President and Chief Executive Officer may vote shares of other corporations' or entities' capital stock which are owned by the Corporation. Such votes may be cast in person, by any proxy or proxies satisfactory to the officer appointing the same, or by signature, on behalf of the Corporation, of a consent in writing setting forth action in lieu of action which could be taken at a meeting of shareholders.

## ARTICLE V STOCK

Section 1. Certificates. Certificates representing shares of stock of the Corporation shall be in such form as shall be determined by the Board, subject to applicable legal requirements, and in a manner consistent with the Certificate of Incorporation. Such certificates shall be numbered and their issuance recorded in the books of the Corporation, and such certificate shall exhibit the holder's name and the number of shares and shall be signed by, or in the name of the Corporation by the President or Chief Executive Officer and by the Secretary or an Assistant Secretary of the Corporation. Any or all of

the signatures and the seal of the Corporation, if any, upon such certificates may be facsimiles, engraved, or printed.

Section 2. Transfer. Upon surrender to the Corporation or the transfer agent of the Corporation of a certificate for shares duly endorsed or accompanied by proper evidence of succession, assignment, or authority to transfer, it shall be the duty of the Corporation to issue, or to cause its transfer agent to issue, a new certificate to the person entitled thereto, cancel the old certificate and record the transaction upon its books.

Section 3. Lost, Stolen or Destroyed Certificates. The Secretary may direct a new certificate or certificates to be issued in place of any certificate or certificates theretofore issued by the Corporation alleged to have been lost, stolen, or destroyed upon the making of an affidavit of that fact, satisfactory to the Secretary, by the person claiming the certificate of stock to be lost, stolen, or destroyed. As a condition precedent to the issuance of a new certificate or certificates, the Secretary may require the owner of such lost, stolen, or destroyed certificate or certificates to give the Corporation a bond in such sum and with such surety or sureties as the Secretary may direct as indemnity against any claims that may be made against the Corporation with respect to the certificate alleged to have been lost, stolen, or destroyed or the issuance of the new certificate.

#### **ARTICLE VI INDEMNIFICATION**

The Corporation may indemnify any person to the fullest extent permitted by law and the Certificate of Incorporation.

#### **ARTICLE VII AMENDMENTS**

These Bylaws may be altered, amended, restated, or repealed, or new bylaws may be adopted, by the stockholders or by the Board, as provided in the Certificate of Incorporation and consistent with any other applicable laws.

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E. Stanley Kroenke, Director