

ARTICLES OF INCORPORATION

OF

(An Arizona Business Corporation*)

1. Name.

The name of the Corporation is _____.

2. Purpose.

The purpose for which this Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of Arizona, as they may be amended from time to time.

3. Initial Business.

The Corporation initially intends to conduct the business of

_____.

4. Authorized Capital.

The Corporation shall have authority to issue _____ shares of Common Stock.

5. Known Place of Business. (In Arizona)

The street address of the known place of business of the Corporation is:

* Incorporated under and subject to Articles 1 through 17 of Title 10, Arizona Revised Statutes, eff. 1/1/96.

9. Incorporators. (Minimum of one.)

The name(s) and address(es) of the incorporators is (are):

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

10. Indemnification of Officers, Directors, Employees and Agents.

The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

11. Limitation of Liability.

To the fullest extent permitted by the Arizona Revised Statutes as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

EXECUTED this _____ day of _____, 19____ by all of the incorporators.

Signed: _____

[Print Name Here] [Print Name Here]

PHONE _____ [optional] FAX _____ [optional]

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this _____ day of _____, 19____.

Signed _____

[Print Name Here]