

10314/1991a

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

LAKEPORT CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 23, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonya Coulson

Corporation Clerk

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ARTICLES OF INCORPORATION
OF
LAKEPORT CORPORATION

I.

The name of the corporation is LAKEPORT CORPORATION.

II.

The existence of the corporation shall be perpetual.

III.

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Idaho.

IV.

The name and address in the State of Idaho of this corporation's initial registered agent and initial registered office for the service of process is:

THE PRENTICE HALL CORPORATION SYSTEM
ONE CAPITOL CENTER
877 MAIN STREET
BOISE, IDAHO 83702-5858

V.

This corporation is authorized to issue only one class of shares of stock and the total number of shares which this corporation is authorized to issue is 100,000. All such shares shall be without par value.

VI.

There shall be two directors constituting the initial board of directors whose names and addresses are:

Ballard Smith
P.O. Box 9572
Rancho Santa Fe, CA 92067

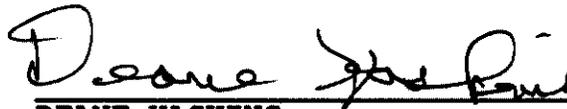
Charlie Smith
P.O. Box 9572
Rancho Santa Fe, CA 92067

VII.

The name and address of the incorporator of this corporation is:

Deane Haskins
1010 Second Avenue, Suite 2200
San Diego, California 92101

Dated: 9-17-91



DEANE HASKINS
Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



DEANE HASKINS
Incorporator