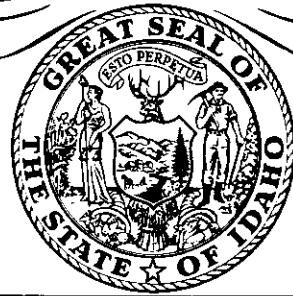


State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

BADSON INC.

a corporation duly organized and existing under the laws of **California** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **31st** day of **October** 19 **63**, a properly authenticated copy of its articles of incorporation, and on the **31st** day of **October** **1963**, a designation of **Philip E. Dolan** in the County of **Kootenai** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **31st** day of **October**, A.D. 19 **63**.

Secretary of State.

STATE OF CALIFORNIA



DEPARTMENT OF STATE

To all to whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto set my hand and affix the Great Seal of the State of California

OCT 3 1963

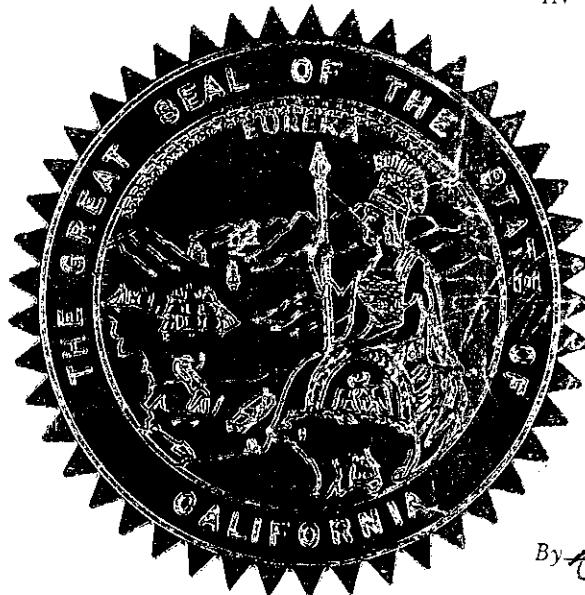
this

Frank M. Jordan

Secretary of State

Walter G. Shuler

Assistant Secretary of State



FILED
In the Office of the Secretary of State
State of California

3 JUN 1968

FRANK M. SMITH, Secretary of State
1968

ARTICLES OF INCORPORATION

OF

BADSON, INC.

5 ONE:

The name of this corporation shall be BADSON, INC.

6 TWO:

The purposes for which said corporation is formed

7 are:

8 (a) The primary purpose for which the corporation
9 initially intends to engage is the investment business.

10 (b) To acquire by purchase, lease or otherwise,
11 lands of any and every description and leasehold estates and other interests
12 therein; to improve and hold lands for investment purposes; to construct im-
13 provements upon lands owned by this corporation or held under leasehold or
14 otherwise; to deal in lands, buying and selling real property of any descrip-
15 tion; to deal in leasehold estates and other estates in land less than the fee
16 thereof; to sublet real property of every kind and character, and to relet and
17 underlet any and all such real property; to engage in the business of subdivid-
18 ing lands and to hire, buy, sell and deal in any and all classes of real property
19 and improvements thereon and interests therein.

20 To buy, sell and deal in securities of every
21 description, including mortgages, bonds, debentures, promissory notes,
22 commercial paper and securities of other classes; to buy, sell and generally
23 deal in shares and bonds of other corporations; to exchange shares or bonds,
24 or either or both issued by this corporation for shares, bonds or other secu-
25 rities issued by other corporations, or for real or personal property of any
26 kind.

27 To engage, generally, in the business of
28 financing by lawful enterprise in any lawful way.

29 To hold for investment purposes securities of
30 any and every description in whatever manner acquired; to exchange any
31 real or personal property of this corporation for other real or personal prop-
32 erty, including corporate shares of other corporations or bonds or other

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1 obligations thereof; and to generally deal in any and all classes of real or
2 personal property hereinbefore mentioned.

3 (c) To manufacture, fabricate, assemble, to take,
4 purchase and otherwise acquire, own, hold, use, sell, assign, transfer, ex-
5 change, lease and otherwise dispose of, and to invest, trade, deal in and
6 deal with goods, wares and merchandise and supplies and all other personal
7 property of every class and description.

8 To purchase, acquire, own, hold, use, lease
9 (either as lessor or lessee), grant, sell, exchange, subdivide, mortgage,
10 convey in trust, manage, improve, construct, operate and generally deal in
11 any and all real estate, improved or unimproved, stores, office buildings,
12 dwelling houses, apartment houses, hotels, manufacturing plants and other
13 buildings, and any and all other property of every kind or description, real,
14 personal and mixed, and wheresoever situated, either in California, other
15 states of the United States, the District of Columbia, territories and colonies
16 of the United States, or foreign countries.

17 To acquire, by purchase or otherwise, the
18 good will, business, property rights, franchises and assets of every kind,
19 with or without undertaking, either wholly or in part, the liabilities of any
20 person, firm, association or corporation; and to acquire any property or
21 business as a going concern or otherwise (1) by purchase of the assets thereof
22 wholly or in part, (2) by acquisition of the shares or any part thereof, or (3)
23 in any other manner, and to pay for the same in cash or in shares or bonds or
24 other evidences of indebtedness of this corporation, or otherwise; to hold,
25 maintain and operate, or in any manner dispose of the whole or any part of
26 the good will, business, rights and property so acquired, and to conduct in
27 any lawful manner the whole or any part of any business so acquired; and to
28 exercise all the powers necessary or convenient in and about the management
29 of such business.

30 To take, purchase and otherwise acquire, own,
31 hold, use, sell, assign, transfer, exchange, lease, mortgage, convey in
32 trust, pledge, hypothecate, grant licenses in respect of and otherwise dispose

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1 of letters patent of the United States or any foreign country, patent rights,
2 licenses and privileges, inventions, improvements and processes, copyrights,
3 trade marks and trade names, and governmental, state, territorial, county
4 and municipal grants and concessions of every character which this corpora-
5 tion may deem advantageous in the prosecution of its business or in the main-
6 tenance, operation, development or extension of its properties.

7 To enter into, make, perform and carry out
8 contracts of every kind for any lawful purpose without limit as to amount,
9 with any person, firm, association or corporation, municipality, county,
10 parish, state, territory, government or other municipal or governmental
11 subdivision.

12 To become a partner (either general or
13 limited or both) and to enter into agreements of partnership, with one or more
14 other persons or corporations, for the purpose of carrying on any business
15 whatsoever which this corporation may deem proper or convenient in connect-
16 ion with any of the purposes herein set forth or otherwise, or which may be
17 calculated, directly or indirectly, to promote the interests of this corporation
18 or to enhance the value of its property or business.

19 To borrow and lend money, but nothing herein
20 contained shall be construed as authorizing the business of banking, or as
21 including the business purposes of a commercial bank, savings bank or trust
22 company.

23 To issue bonds, notes, debentures or other
24 obligations of this corporation from time to time for any of the objects or
25 purposes of this corporation, and to secure the same by mortgage, deed of
26 trust, pledge or otherwise, or to issue the same unsecured; to purchase or
27 otherwise acquire its own bonds, debentures or other evidences of its indebt-
28 edness or obligations; to purchase, hold, sell and transfer the shares of its
29 own capital stock to the extent and in the manner provided by the laws of the
30 State of California as the same are now in force or may hereafter be amended.

31 To purchase, acquire, take, hold, own, use and
32 enjoy, and to sell, lease, transfer, pledge, mortgage, convey, grant, assign

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1 or otherwise dispose of, and generally to invest, trade, deal in and with
2 royalties, mineral rights of all kinds, mineral bearing lands and hydrocarbon
3 products of all kinds, oil, gas and mineral leases, and all rights and interests
4 therein, and in general products of the earth and deposits, both subsoil and
5 surface, of every nature and description.

6 To carry on any business whatsoever, either
7 as principal or as agent or both or as a partnership, which this corporation
8 may deem proper or convenient in connection with any of the foregoing purposes
9 or otherwise, or which may be calculated directly or indirectly to promote the
10 interests of this corporation or to enhance the value of its property or business;
11 to conduct its business in this state, in other states, in the District of
12 Columbia, in the territories and colonies of the United States, and in foreign
13 countries.

14 THREE: The county in the state of California where the
15 principal office for the transaction of the business of this corporation is to be
16 located is Los Angeles County.

17 FOUR: This corporation is authorized to issue only one
18 class of shares of stock; the total number of such shares is Five Hundred
19 (500); and all such shares of stock are to be without par value.

20 FIVE: (a) The number of directors of this corporation
21 shall be three (3).

22 (b) The names and addresses of the persons who
23 are directors of this corporation are:

24 Griffith C. Barlow 1771 Hillcrest Ave., Glendale, California

25 Mary Jane Barlow 1771 Hillcrest Ave., Glendale, California

26 Mark C. Edwards 4868 Sunset Ave., La Crescenta, Calif.

27 IN WITNESS WHEREOF, for the purpose of forming this corporation
28 under the laws of the State of California, the undersigned, constituting the in-
29 corporators of this corporation, have executed these Articles of Incorporation
30 this 7 day of February, 1958.

31
32

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Griffith C. Barlow
Mary Jane Barlow
Mark C. Edwards

1 STATE OF CALIFORNIA)
2 COUNTY OF LOS ANGELES) ss

3 On this 17 day of January, 1958, before me, the under-
4 signed, a Notary Public in and for the said County and State, residing therein,
5 duly commissioned and sworn, personally appeared Griffith C. Barlow, Mary
6 Jane Barlow and Mark U. Edwards, known to me to be the persons whose
7 names are subscribed to the foregoing Articles of Incorporation, and
8 acknowledged to me that they executed the same.

9 WITNESS my hand and official seal.

10
11 *Elmer P. Hogan*
12 Notary Public in and for the said
County and State.

13 My Commission Expires 2-25-61

14 (NOTARIAL SEAL)

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