

DEC 23 2005

**ARTICLES OF INCORPORATION FOR**  
**MIND CONTROL SOFTWARE, INC.**

**ARTICLE I**

The name of the corporation is: **MIND CONTROL SOFTWARE, INC.**

**ARTICLE II**

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

**ARTICLE III**

The name and address in the State of California of the corporation's initial agent for the service of process is: **Jennifer J. Hagan, 350 Cambridge Ave., Ste 150, Palo Alto CA 94306.**

**ARTICLE IV**

The corporation is authorized to issue only one class of stock which shall be designated "Common Stock". The total number of shares of Common Stock which the corporation is authorized to issue is **TWO MILLION (2,000,000) SHARES.**


**ARTICLE V**

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

**ARTICLE VI**

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the Corporations Code.

Dated: December 21, 2005

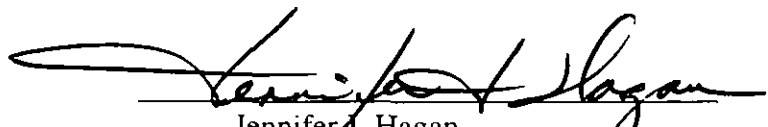
  
Jennifer J. Hagan, Incorporator

**VERIFICATION**

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

Executed at Palo Alto, California, on the date set forth below.

Dated: December 21, 2005

  
Jennifer J. Hagan