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-FILED-

File No.: 6496276

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**ARTICLES OF INCORPORATION
OF
NMI INVESTMENT HOLDINGS**

ARTICLE I: The name of the corporation is NMI Investment Holdings.

ARTICLE II: The purpose of the corporation is to engage 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 (the "Corporations Code").

ARTICLE III: The name and address of the initial agent for service of process of the corporation is Majid Rahmian, 8503 Weyand Avenue, Sacramento, CA 95828.

ARTICLE IV: The initial street and mailing address of the corporation is: 8503 Weyand Avenue, Sacramento, CA 95828.

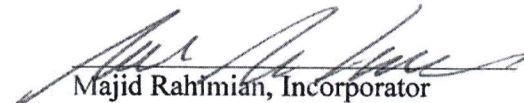
ARTICLE V: The corporation is authorized to issue only one class of shares of stock, designated "Common Stock," and the total number of shares of Common Stock that the corporation is authorized to issue is one million (1,000,000).

ARTICLE VI: If proceedings for the dissolution of the corporation to which Section 2000 of the Corporations Code applies are instituted, the provisions of any buy-out agreement then in effect among the corporation's shareholders shall govern and supersede any provisions of Section 2000 of the Corporations Code inconsistent therewith, to the extent required to enforce such agreement.

ARTICLE VII: The corporation is authorized to indemnify its agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its shareholders, in excess of the indemnification expressly permitted by Section 317 of the Corporations Code, subject to the exceptions for limitation of liability set out in Section 204 of the Corporations Code, the prohibitions on indemnification set out in Section 317 of the Corporations Code, and other applicable prohibitions and exceptions set forth in the Corporations Code.

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

Dated: December 16, 2024.


Majid Rahmian, Incorporator