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File No.: 6499094

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**ARTICLES OF INCORPORATION
OF
BFP COMMERCIAL PROPERTIES, INC.
A CALIFORNIA CORPORATION**

The undersigned Incorporator desires to form a corporation under the laws of the State of California by delivering in duplicate to the Secretary of State of the State of California these Articles of Incorporation, in accordance with the provisions of California Corporations Code (Act).

**ARTICLE ONE
NAME**

The name of this corporation is BFP Commercial Properties, Inc.

**ARTICLE TWO
PURPOSE**

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 THREE
REGISTERED AGENT**

The name and address in this state of this corporation's initial agent for service of process are:

Joseph R. Brain

5831 Research Drive
Huntington Beach, CA 92649

**ARTICLE FOUR
PRINCIPAL OFFICE**

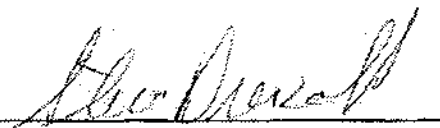
The initial street and initial mailing address of this corporation's principal office is 5831 Research Drive, Huntington Beach, California 92649.

ARTICLE FIVE CAPITALIZATION

The corporation is authorized to issue 1,000,000 shares of common stock without par value of two classes of stock to be designated respectively "Voting Stock" and "Non-Voting Stock." The total number of shares of Voting Stock shall be 10,000 and the total number of Non-Voting Stock shall be 990,000.

The preferences, qualifications, limitations, restrictions, and the special or relative rights in respect of the shares of each class are as follows:

- (a) Except as provided in (b) below with respect to voting powers, the rights, preferences, and limitations of the Common Stock will be identical in all respects.
- (b) The Voting Common Stock shall have exclusive voting rights on all matters requiring the vote of the shareholders and the Non-Voting Common Stock shall have no voting rights except as otherwise provided by law.


Steve Driscoll, Incorporator