

1906578

ARTICLES OF INCORPORATION

OF

KAMPF, SCHIAVONE & ASSOCIATES, A.P.C.

I

The name of the corporation is KAMPF, SCHIAVONE & ASSOCIATES, A.P.C.

II

The purpose of this corporation is to engage in the profession of law and any other lawful activities (other than banking or trust company business) not prohibited to a corporation engaging in such profession by applicable laws and regulations.

III

This corporation is a professional corporation within the meaning of Part 4, of Division 3, of Title 1, of the California Corporations Code.

IV

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

W. ROGER KAMPF
715 North Arrowhead Avenue, Suite 104
San Bernardino, CA 92401

V

The directors of the corporation are as follows:

W. ROGER KAMPF
10206 Cherry Croft Drive
Yucaipa, CA 92399

RANDALL S. SCHIAVONE
11048 Antietam
Alta Loma, CA 91737

VI

This corporation is authorized to issue only one class of shares of stock, designated "common stock"; and the total number of shares which this corporation is authorized to issue is two million (2,000,000).

FILED

In the office of the Secretary of State
of the State of California

FEB 21 1997

Bill Jones
BILL JONES, Secretary of State

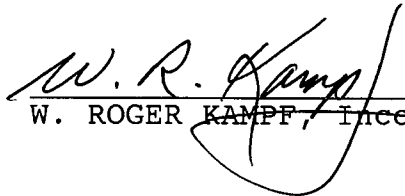
VII

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

VIII

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

Dated: February 10, 1997


W. ROGER KAMPF, Incorporator

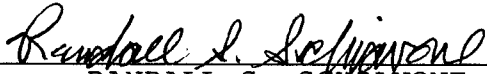
I, RANDALL S. SCHIAVONE, declare under penalty of perjury
under the laws of the state of California:

That the personal name within the name of the corporate name
is my name; KAMPF, SCHIAVONE & ASSOCIATES, A.P.C.

That I am a prospective shareholder of the corporation; and

That I am a "licensed person" within the meaning of Section
13401(d) of the Corporations Code.

Executed this 10th day of February, 1997.



RANDALL S. SCHIAVONE

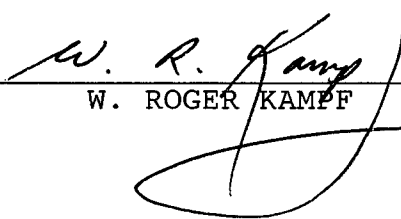
I, W. ROGER KAMPF, declare under penalty of perjury under the laws of the state of California:

That the personal name within the name of the corporate name is my name; KAMPF, SCHIAVONE & ASSOCIATES, A.P.C.

That I am a prospective shareholder of the corporation; and

That I am a "licensed person" within the meaning of Section 13401(d) of the Corporations Code.

Executed this 10th day of February, 1997.


W. ROGER KAMPF