

1916951

FILED

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

NOV 17 1994

ARTICLES OF INCORPORATION
OF
DILTANA COMPANY, INC.

Tony Miller
Acting Secretary of State

I

The name of this corporation is DILTANA COMPANY,
INC.

II

The purpose of this 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.

III

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

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

IV

(a) This corporation is authorized to issue two classes of shares of stock designated "Preferred Stock" and "Common Stock", respectively. The total number of shares of Preferred Stock which this corporation is authorized to issue is One Million (1,000,000) and the total number of shares of Common Stock which this corporation is authorized to issue is One Million (1,000,000).

(b) The Preferred Stock may be divided into such number of series as the board of directors may determine. The board of directors is authorized to determine and alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of Preferred stock, and to fix the number of shares of any series of Preferred Stock. The board of directors, within the limits and restrictions stated in any resolution or resolutions of the board of directors originally fixing the number of shares constituting any series, may increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series.

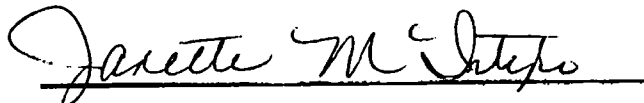
V

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

VI

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) to the fullest extent permissible under California law.

Dated: November 17, 1994

A handwritten signature in cursive script, reading "Janette M. McIntyre", is written over a horizontal line.

JANETTE MCINTYRE, Incorporator