

**ARTICLES OF INCORPORATION
OF
AVCK, INC.**

ARTICLE 1

The name of this corporation is AVCK, 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 this corporation's initial agent for service of process is:

Peter C. Bronstein
1925 Century Park East, suite 500
Los Angeles, CA 90067

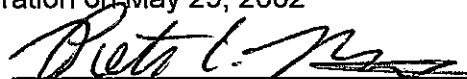
ARTICLE IV

This corporation is authorized to issue only one class of shares of stock; which shall be designated "Common Shares" and the total number of shares which this corporation is authorized to issue is 2,000.

ARTICLE V

No distinction shall exist between the shares of the corporation or the holders thereof.

IN WITNESS WHEREOF, the undersigned, who is the incorporator of the corporation has executed these Articles of Incorporation on May 29, 2002


Peter C. Bronstein-Incorporator

2399524

FILED
In the Office of the Secretary of State
of the State of California

MAY 31 2002


BILL JONES, Secretary of State