

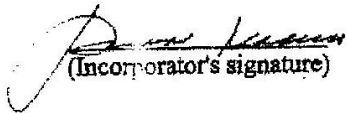
ARTICLE X

The corporation shall have members, which shall be of such classes and possess such rights and privileges (not inconsistent with these Articles of Incorporation) as the bylaws may provide except that there shall be at least one class of voting members. The voting members shall annually elect from their number such directors for such terms as the bylaws may provide.

ARTICLE XI

The corporation shall use the calendar year as its fiscal year.

DATED THIS 29th DAY OF JULY, 1998.


(Incorporator's signature)


(Incorporator's signature)

Acceptance of Statutory Agent

I, Robert E. Cancola, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed, or resignation is submitted in accordance with the Arizona Revised Statutes.



Date 29 JULY 98