

JAN - 3 2012

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**

**OF**

[REDACTED]

[REDACTED] certifies that:

1. He is the President and the Secretary of [REDACTED] (this "Corporation").
2. The Articles of Incorporation of this Corporation are amended and restated to read as follows:

**ARTICLE I**

The name of this Corporation is [REDACTED]

**ARTICLE II**

(a) 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.

(b) This Corporation is a benefit corporation.

**ARTICLE III**

(a) This Corporation is authorized to issue one class of shares, to be designated Common Shares. The total number of Common Shares that this Corporation is authorized, to issue is one hundred thousand (100,000) shares.

**ARTICLE IV**

(a) The liability of the directors of this Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

(b) This Corporation is authorized to indemnify the "Agents" (as defined in Section 317 of the California Corporations Code) of this Corporation to the fullest extent permissible under California law through bylaw provisions, agreements with agents, votes of shareholders or disinterested directors, or otherwise, and in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject only to the applicable limits set forth in Section 204 of the California Corporations Code with respect to actions for breach of duty to this Corporation and its shareholders.

(c) Any repeal or amendment of this Article IV shall not adversely affect any right of or protection afforded any agent of this Corporation in effect at the time of the repeal or amendment.

[REDACTED]