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FILED

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

AUG 12 1999

ARTICLES OF INCORPORATION
OF
FRONTIER IMAGING INC.

Bill Jones
BILL JONES, Secretary of State

I.

The name of this corporation is
FRONTIER IMAGING 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.

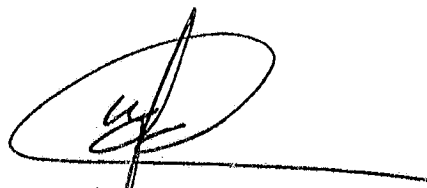
The name and address in the State of California of this corporation's initial agent for service of process is:

Boon LEO
23415 Dorset Pl.
Harbor City, CA 90710

IV.

This corporation is authorized to issue on one class of shares of stock and the total number of shares which this Corporation is authorized to issue is Five Hundred Thousand (500,000).

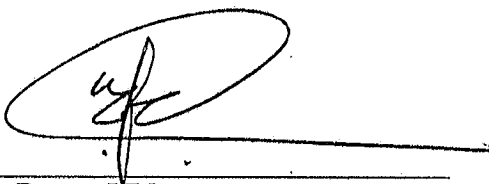
Dated: August 9, 1999



Boon LEO

I, Boon LEO, hereby declare that I am the person who executed the foregoing Articles of Incorporation, execution of which is my act and my deed.

Dated: August 9, 1999



Boon LEO