



Certificate of Incorporation

This is to certify, there is hereby organized a corporation under and by virtue of N.J.S.A.14a:1-1 et seq., the "New Jersey Business Corporation Act."

1. The name of the corporation is

2. The street and mailing address (and zip code) of this corporation's initial registered office is

New Jersey;

the name of this corporation's initial registered agent as such address is

New Jersey.

3. The purposes for which this corporation is organized are:

To engage in any activity within the purposes for which corporations may be organized under the "New Jersey Business Corporation Act." N.J.S.A. 14a:1-1 et seq.

4. The aggregate number of shares which the corporation shall have authority to issue is

) 5. The classes and series of stock of this corporation will be as follows:

CHOOSES EITHER a OR b

a. There is only one class and only one series of stock of this corporation.

b. The classes and series of stock of this corporation are as set forth in this certificate or will be as designated by the Board of Directors. If the Board of Directors has the power to designate the classes and series, the Board of Directors will also have the power to (i) designate the number of shares of any class or series; (ii) designate the relative rights or preferences of any class or series; and (iii) if no shares of a class or series has been issued, to change any or all of the designation, number of shares or relative rights, preferences and limitations of such class or series.

