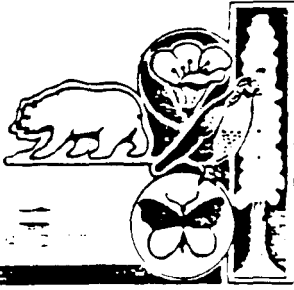




1-3

A



State of California

OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

JUN 4 1987



March Fong Eu

Secretary of State



ARTICLES OF INCORPORATION

OF

BUILDING MANAGEMENT SERVICES

ENDORSED
FILED
In the office of the Secretary of State
of the State of California

JUN 3 1987

MARCH FONG EU, Secretary of State

I

The name of this corporation is BUILDING MANAGEMENT SERVICES.

II

(a) This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Religious Corporation Law exclusively for religious purposes.

(b) This corporation is organized exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future United States internal revenue law). Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities, or exercise any powers that are not in furtherance of the purposes of this Corporation, and the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provisions of any future United States internal revenue law.

III

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

CHRISTOPHER COBB
1051 Woodbury Road
Altadena, California

(a) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code and this corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(b) The property of this Corporation is irrevocably dedicated to religious purposes, as set forth in Article II above. No part of the net earnings of this Corporation shall inure to the benefit of its directors, trustees, officers or to any individual.

(c) On the dissolution or winding up of the corporation and after payment or adequate provision is made for its debts and obligations, the corporation's remaining assets shall be distributed to an organization (or organizations) which are organized exclusively for purposes of the religion of Scientology as founded by L. Ron Hubbard.

DATED: June 3, 1987

Nicholas E. McLaughlin

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

Executed on the 3rd day of June 1987 at Los Angeles, California.

Nicholas E. McLaughlin

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION OF
BUILDING MANAGEMENT SERVICES

**ENDORSED
FILED**
In the office of the Secretary of State
of the State of California
OCT 26 1988
MARCH FONG EU, Secretary of State

Laurie Engelhart and Nicholas McNaughton
certify that:

1. They are the President and Secretary respectively, of BUILDING MANAGEMENT SERVICES, a California nonprofit religious corporation.

2. The Articles of Incorporation shall be amended in respect to Article IV as follows:

ARTICLE IV

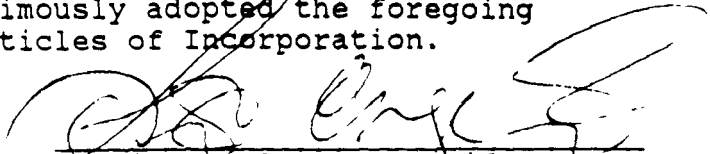
(a) The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it for tax exemption under Section 501(c)(3) of the Internal Revenue Code by reason of attempting to influence legislation, nor shall the Corporation, directly or indirectly participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.


(b) The property of this Corporation is irrevocably dedicated exclusively to religious purposes, as set forth in Article II above. No part of the assets or net earnings of this Corporation shall inure to the benefit of any private individual.

(c) On the dissolution or winding up of the corporation and after payment or adequate provision is made for its debts and obligations, the Corporation's remaining assets shall be distributed to and only to one or more organizations described in section 501(c)(3) of the Internal Revenue Code that are organized and operated exclusively for purposes of the religion of Scientology as founded by L. Ron Hubbard.

3. The sole voting member and the Directors have unanimously adopted the foregoing amendment to the Articles of Incorporation.

Date: 26 Oct, 88


Laurie Engelhart, President


Nicholas McNaughton, Secretary

The undersigned declare that the matters set forth in the foregoing certificate are true of their own knowledge.

26 Oct, 88
Los Angeles, CA
90027

