

State  
of  
California  
OFFICE OF THE SECRETARY OF STATE

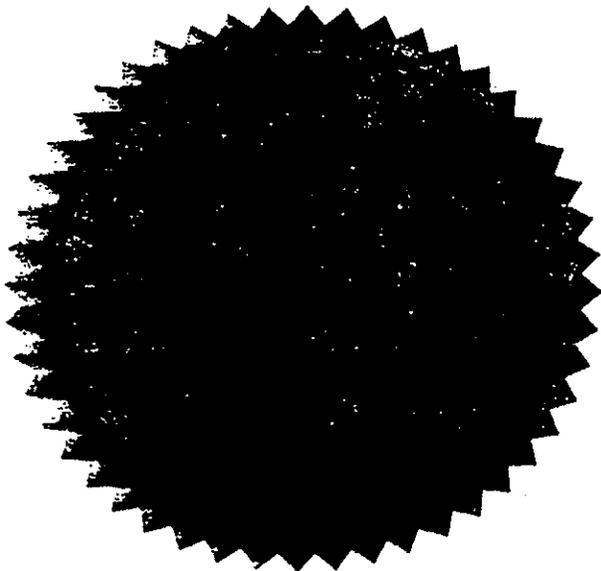
BUTTE COUNTY PUBLIC FACILITIES FINANCING CORPORATION

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

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

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

DEC 30 1993



*March Fong Eu*

Secretary of State

1831258

ARTICLES OF INCORPORATION

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

NOV-4 1993

OF

*March Fong Eu*  
MARCH FONG EU, Secretary of State

BUTTE COUNTY PUBLIC FACILITIES FINANCING CORPORATION

I.

The name of this corporation is BUTTE COUNTY PUBLIC FACILITIES FINANCING CORPORATION.

II.

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public-Benefit Corporation Law (commencing at Section 5110 of the California Corporations Code) for public purposes. The public purposes for which the corporation is organized include the following: to provide financial assistance to the County of Butte (the "County") by acquiring, constructing, remodeling, rehabilitating, equipping, improving and financing various public facilities, land and equipment, and by leasing certain facilities, land and equipment (collectively the "Facilities") for the use, benefit and enjoyment of the public served by the County, as well as any other purpose incidental thereto.

III.

This corporation is organized under the direction of a group of public-spirited citizens for the sole purpose of acquiring, constructing, rehabilitating, remodeling and financing, or providing for the acquisition, construction, rehabilitation, remodeling, equipping, improving and financing of said facilities as a civic venture for and on behalf of the County. This corporation shall never engage in any business or activity other than that necessary or convenient for or incidental to the carrying out of the purpose set forth in Article II hereof.

IV.

No part of the net earnings, if any, of this corporation, either during its existence or upon its dissolution, shall ever inure to the benefit of any member, private shareholder, individual, person, firm or corporation excepting only the County. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. The property, assets, profits and net revenues of this corporation are irrevocably dedicated to the County; provided, however, that until all indebtedness

of this corporation shall have been paid, such net revenues may be used for the purpose of paying or calling for redemption any bonds, certificates of participation, debentures, notes or other evidences of such indebtedness. Upon the dissolution, liquidation or winding up of this corporation, or upon abandonment, the assets of this corporation remaining after payment of all or provision for all debts or liabilities of this corporation and after compliance with Chapters 15, 16 and 17 of the California Nonprofit Public Benefit Corporation Law shall be distributed to the County to the extent said assets relate to any lease or agreement between this corporation and said County. This corporation is organized and operated exclusively for public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"). Notwithstanding any other provision of these Articles, 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 (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

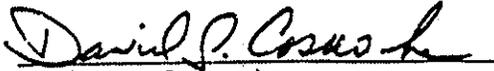
V.  
The name and address in this state of the corporation's  
initial agent for service of process is:

Dick Puelicher  
Treasurer and Tax Collector  
County of Butte  
25 County Center Drive  
Oroville, California 95965-3384

VI.

The number of directors of this corporation shall be fixed  
by the Bylaws. The persons who are directors of this  
corporation, from time to time, shall be selected as provided in  
the Bylaws. The directors of this corporation shall have no  
liability for dues or assessments. There shall be no members of  
the corporation.

IN WITNESS WHEREOF, for the purposes of forming the  
corporation under the laws of the State of California, the  
undersigned has executed these Articles of Incorporation this  
4th day of November, 1993.

  
David G. Casnocha  
Incorporator

I declare that I am the person who executed the above  
Articles of Incorporation, and that this instrument is my act  
and deed.

*David G. Casnocha*  
David G. Casnocha  
Incorporator