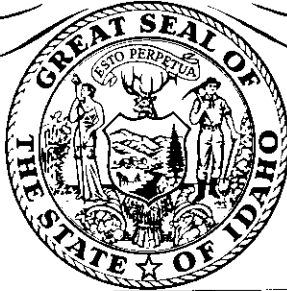


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

MONARCH MEMORY GARDENS, INC.

was filed in the office of the Secretary of State on the **Third** day
of **April**, A.D. One Thousand Nine Hundred **Sixty-two** and
duly recorded on Film No. **119** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at

Idaho Falls

in the County of

Bonneville

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **3rd** day of **April**,
A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
MONARCH MEMORY GARDENS, INC.

* * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of full age and are citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the Laws of the State of Idaho, and we do hereby certify:

I

That the name of this corporation shall be
MONARCH MEMORY GARDENS, INC.

II

That the purposes for which this corporation is formed are:

1. To purchase, or otherwise acquire and hold, own and maintain suitable and sufficient land for cemetery purposes; to lay out and improve such land for such purpose and to establish thereon a cemetery.
2. To cause said land, or such portion as may from time to time become necessary for that purpose, to be surveyed into avenues, walks and burial lots for sale, and to sell said lots and to do all things necessary and instrumental in the operation of a cemetery for burial purposes, including but not limited to the building of crypts and mausoleums, and the selling of space in same for burial purposes.
3. To own or operate, conduct and maintain mortuaries or funeral homes and all necessary buildings and improvements for burial, cremation and care of the remains of the dead.
4. To manufacture, buy or sell granite wares, marble wares, grave stones, bronze markers, or markers of any other sort, to erect and place the same, to carve, cut, letter and manufacture the same into monuments, grave stones, or markers, and to sell, erect and place the same; to have and own all kinds of property needful and necessary in the prosecution of the general business of manufacturing, making, cutting, carving, lettering, buying, selling and erecting monuments and markers of any type or nature.
5. To purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in, lands and leaseholds and any interests, estate and rights in real property, and any personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

6. To borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and description.

7. To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the above, or calculated, directly or indirectly, to promote the interest of the corporation or to enhance the valuation of its property.

8. In furtherance, and not in limitation of any of the powers above enumerated, the corporation shall have power, through its Board of Directors, to purchase or otherwise acquire and own its own stock and bonds, or either, or to accept the same as security for any obligation to the corporation, and shall have the right to receive the same at its or their cash value in payment of obligations or debts to the corporation; also to transfer the assets of the corporation in payment of any stock or bonds at its or their fair cash value, provided only, that any such transfer be not in fraud of the rights of stockholders or of the rights of creditors of the corporation.

III

Subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV

That the principal place of business, registered office and the location and postoffice address of the registered office of said corporation shall be Idaho Falls, Bonneville County, State of Idaho.

V

That the total authorized capital stock of said corporation shall be TWENTY-FIVE THOUSAND AND NO/100 (\$25,000.00) DOLLARS, divided into Twenty-five Thousand (25,000) shares of the par value of ONE AND NO/100 (\$1.00) DOLLAR each, and all of said stock shall be Common Stock. Said stock shall be non-assessable.

VI

The number of directors of said corporation shall be not less than three (3) nor more than nine (9), as hereafter fixed, and determined by the By-Laws of the corporation.

VII

No contract or other transaction between the corporation and any other corporation, and no act of the corporation shall be in any way invalidated or otherwise affected by the fact that any one or more

of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director of the corporation individually, or any firm or association of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he, individually, or as a member of such firm or association, is so interested shall be disclosed or shall have been known to the Board of Directors or a majority of the members thereof; and any director of the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such act, contract or transaction, and may vote thereat to authorize any such act, contract or transaction, with like force and effect as if he were not such director or officer of such other corporation, or as if he were not so interested.

VIII

No stockholder of this corporation shall be entitled as of right to purchase or subscribe for any part of the stock of the corporation, but any stock authorized herein, or any additional authorized issue of stock may be issued and disposed of by the Board of Directors to such persons, firms, corporations or associations without offering any thereof to the stockholders of this corporation.

IX

That the Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration and repeal by the stockholders at any annual meeting or at any special meeting called for such purposes.

X

The following are the names and postoffice addresses of the incorporators, together with the number and kind of shares which are subscribed by each:

NAME	POSTOFFICE ADDRESS	NUMBER OF SHARES
BETTY C. HESS	2385 S. Boulevard Idaho Falls, Idaho	One
Gene Hess	2385 S. Boulevard Idaho Falls, Idaho	One
Don G. Lloyd	2385 S. Boulevard Idaho Falls, Idaho	One

WITNESS OUR HANDS AND SEALS this 2nd day of April, in the year of our Lord One Thousand Nine Hundred and Sixty-two.

Betty C. Hess (SEAL)
Gene Hess (SEAL)
Don G. Lloyd (SEAL)

STATE OF IDAHO)
: ss
County of Bonneville)

On this 2nd day of April, 1962, before me, the undersigned Notary Public in and for said State, personally appeared BETTY C. HESS, GENE HESS and DON G. LLOYD, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Ralph L. Albright
Notary Public for State of Idaho
Residing at Idaho Falls, Idaho

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