



CERTIFICATE OF INCORPORATION  
OF

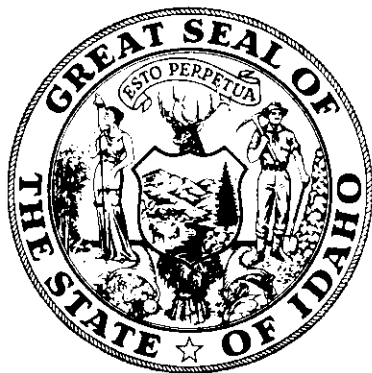
RIFE, PRZYBYLSKI, THURSTON & LAMM, P.A.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of RIFE, PRZYBYLSKI, THURSTON & LAMM, P.A.,

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 1, 1984



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: \_\_\_\_\_

84 JAN 32 AM 10 07  
ARTICLES OF INCORPORATION

OF

SECRETARY OF  
STATE

RIFE, PRZYBYLSKI, THURSTON & LAMM, P.A.

The undersigned, acting as incorporator of a corporation under the Idaho Professional Service Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be Rife, Przybylski, Thurston & Lamm, P.A.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose for which this corporation is organized is to operate and maintain an establishment and otherwise serve the convenience of its shareholders in carrying on and engaging in the practice of public accountancy.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 25,000 shares of common stock at a \$1.00 par value. Each issued and outstanding share of common stock shall be entitled to one vote.

ARTICLE V

No holder of the common stock shall be entitled as a matter of right to subscribe for, purchase or receive any part of any issue of additional stock or shall have any preemptive right to subscribe for or purchase the same.

ARTICLE VI

The address of the initial registered office of the corporation is 219 North 17th Street, Boise, Idaho 83702, and the name of its initial registered agent at such address is W. Richard Lamm.

## ARTICLE VII

Provisions for the regulation of the internal affairs of the corporation are as set forth in the bylaws of the corporation as from time to time adopted or amended.

## ARTICLE VIII

There shall be only one initial director and the name and address of such initial director is W. Richard Lamm, 219 North 17th Street, Boise, Idaho. Thereafter, and except as provided in Article IX below, the number of directors shall be such number as is fixed from time to time by the bylaws.


## ARTICLE IX

All of the shareholders, directors and officers of the corporation shall at all times be persons licensed to practice public accountancy in the State of Idaho. If any shareholder, director or officer of the corporation becomes legally disqualified to render professional or other personal services, consultation or advise within the State of Idaho in connection with the practice of public accountancy, such shareholder, director or officer shall transfer any shares in the corporation owned by him or her to the corporation or to another person qualified to own such shares as required by Title 30, Chapter 13 of the Idaho Code, or pursuant to such other arrangements or provisions (not inconsistent with Title 30, Chapter 13) as are contained in the bylaws of the corporation or any agreement between such shareholder, director or officer and the corporation.

## ARTICLE X

The name and address of the incorporator is W. Richard Lamm, 219 North 17th Street, Boise, Idaho 83702.

Executed in duplicate on this 31<sup>st</sup> day of January, 1984.

  
\_\_\_\_\_  
W. Richard Lamm, Incorporator

VERIFICATION

STATE OF IDAHO           )  
                                  : ss.  
County of Ada            )

I, Donnie Jague, a Notary Public, do hereby certify that on this 31 day of January, 1984, personally appeared before me, W. RICHARD LAMM, who being first duly sworn by me, declared that he was the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

Donnie Jague  
Notary Public for Idaho  
Residing at Nampa Idaho