

**FILED**

ARTICLES OF INCORPORATION FOR A PROFESSIONAL CORPORATION

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1. This agreement is made on the third day of April 1998 by Timothy J. Williams who is over 21 years of age and licensed to practice The profession of law in the state of Idaho. This agreement is made in order to practice the profession of law in the state of Idaho as a professional corporation under the title of "chartered".

2. The professional practice will be known as **Williams Law Office Chtd.**

3. The purpose of the corporation is to allow Timothy J. Williams to practice law as a corporation. To this end the corporation is authorized to obtain financing, real estate, enter into contracts, hire employees or independent contractors, obtain insurance, represent clients, hire other professionals, and undertake all other legal actions deemed reasonable in order to practice law.

4. The corporations duration will be perpetual.

5. The corporations principal office will be located at;

401 2nd St. N.  
P.O. Box 282  
Twin Falls, Id. 83303-0282

6. The corporations registered agent for service of process at that address will be Timothy J. Williams.

7. The corporation is authorized to issue 100 of no par value voting shares of stock. At no time is the corporation authorized to issue any stock, nor any stockholder allowed to transfer any stock to any person not authorized to practice law in the state of Idaho.

8. The initial shareholder is Timothy J. Williams, who will receive for consideration, 100 shares of no par value voting stock.

9. Timothy J. Williams, who is the signatory hereto, is acting as the incorporator of this professional corporation. The address is:

401 2nd St. N.  
P.O. Box 282  
Twin Falls, Id. 83303-0282

10. The signatory will serve as the initial Board of Directors until the first meeting of shareholders which shall be April 10, 1998 at which the first regular Board of Directors will be elected to serve until the next annual meeting, which shall be on the same date each year.

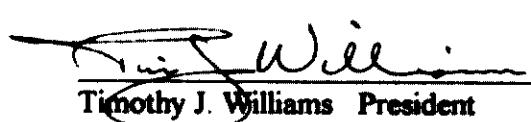
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11. Pursuant to Idaho Law, the stockholders shall remain liable for any malpractice claims arising from representation of clients in the legal profession.

12. Timothy J. Williams shall act as President and sole officer, filling the remaining officer positions.

 April 3, 1998

Timothy J. Williams President