

**Articles of Incorporation  
of  
The Clearwater Group, Inc.**

**FILED EFFECTIVE**

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SECRETARY OF STATE  
STATE OF IDAHO

We, the undersigned, acting as Incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation.

**Article I**

The name of the corporation shall be The Clearwater Group, Inc.

**Article II**

The period of duration is perpetual.

**Article III**

The purpose for which the said corporation is formed is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**Article IV**

The aggregate number of shares, which the corporation shall have authority to issue, is 10,000 shares at \$1 par value.

**Article V**

The location and mailing address of the corporation's registered office and primary office of business shall be 2133 N. Josie Way, Meridian, Idaho 83642. The registered agent and mailing address shall be Brandon Helms, 1513 Garland #101, Nampa, Idaho 83686.

**Article VI**

The names and mailing address of the incorporators are:

|                   |  |
|-------------------|--|
| R. Dale Yarbrough | 2133 N. Josie Way, Meridian, Idaho 83642 |
| Brandon Helms     | 1513 Garland #101, Nampa, Idaho 83686.   |

The names and addresses of the directors are:

|                   |  |
|-------------------|--|
| R. Dale Yarbrough | 2133 N. Josie Way, Meridian, Idaho 83642 |
| Deborah Yarbrough | 2133 N. Josie Way, Meridian, Idaho 83642 |
| Brandon Helms     | 1513 Garland #101, Nampa, Idaho 83686    |
| Mindyn Helms      | 1513 Garland #101, Nampa, Idaho 83686.   |


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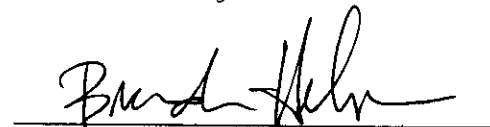
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**Article VII**

The Board of Directors, by a majority vote, shall have the power to adopt by-laws, amend by-laws, and repeal by-laws.

In witness whereof, the incorporators of The Clearwater Group, Inc. hereto sign as seal this 6<sup>th</sup> day of January, 2004.

  
R. Dale Yarbrough


  
Brandon Helms

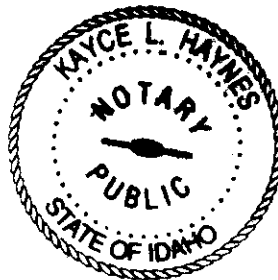
State of IDAHO       )  
County of ADA       )

I, Kayce L. Haynes, a Notary Public for said County and State, do hereby certify that R. Dale Yarbrough and Brandon Helms appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 6<sup>th</sup> day of Jan., 2004.

By

  
Signature of Notary Public



My commission expires 11 day of Sept., 2011.