

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION
OF

HALE COMPANIES INCORPORATED
File number C 119268

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 the above named corporation, 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: April 25, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alisa Hartley*

ARTICLES OF INCORPORATION

APR 25 11 01 AM '97

OF

SECRETARY OF STATE
BOISE, IDAHO

HALE COMPANIES INCORPORATED

The undersigned, RODNEY A. HALE, hereby forms a corporation in accordance with Title 30 of the Idaho Code and hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is **HALE COMPANIES INCORPORATED.**

ARTICLE II

The Corporation is to have perpetual existence.

ARTICLE III

The Corporation is organized for the purpose of conducting all lawful business and engaging in all activities which are permissible under Idaho law.

ARTICLE IV

The location and address of the initial registered office of the Corporation and the name of the registered agent at that address is:

Rodney A. Hale
1770 West State Street
Boise, Idaho 83702.

ARTICLE V

The Corporation shall have the authority to issue ONE

IDAHO SECRETARY OF STATE
DATE 04/25/1997
0900 86575 2
CK #: CASH CUST# 80460
CORP 1@ 100.00= 100.00

THOUSAND (1000) shares of one class of common stock. Each share shall have no par value.

ARTICLE VI

The one class of common stock authorized by these Articles are intended to be Section 1244 stock, to qualify as such, and to comply in all respects with Section 1244 of the Internal Revenue Code of the United States.

ARTICLE VII

The transferability of the shares of stock of this Corporation may be restricted as set out in the Bylaws of this Corporation regarding the sale of stock and the death of a Stockholder. Said Bylaws will be kept at the registered office of the Corporation by its registered agent, as set forth and identified above.

ARTICLE VIII

The name and post office address of the incorporator is as follows:

Rodney A. Hale
1770 West State Street
Boise, Idaho 83702.

ARTICLE IX

The name and post office address of the initial Director of the Corporation appointed by the incorporator to serve until the first annual meeting of the shareholders or until his successor(s) are appointed and shall qualify, are as follows:

Rodney A. Hale
1770 West State Street
Boise, Idaho 83702.

ARTICLE X

The private property of the Stockholders of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and the shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying the debts of the Corporation.

ARTICLE XI

The number of Directors of the Corporation shall be as specified in the Bylaws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Bylaws, provided that the number of Directors of the Corporation shall not be fewer than the minimum number required by law. In case of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the shareholders and until their successors are elected and qualified.

ARTICLE XII

The stockholders of the Corporation shall have preemptive and preferential rights of subscription to any shares of stock of the Corporation, whether now or hereafter authorized, or to any

obligations of the Corporation which are convertible into stock.

ARTICLE XIII

No contract or other transaction between the Corporation and any other corporation and no act of the Corporation shall in any way be affected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation. Any Director, individually, or any firm 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 or such firm is so interested shall be disclosed or shall have been known to the Board of Directors of the Corporation or a majority thereof, and any Director of the Corporation who is also a Director or officer of such other Corporation may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such Director or officer of such other Corporation or not so interested.

ARTICLE XIV

The Corporation shall be governed as to its internal affairs by the Bylaws of the Corporation, which Bylaws shall be kept at the registered office of the Corporation or the offices of its Attorney.

IN WITNESS WHEREOF, I have hereunto set my hands this 15
day of April, 1997.

Rodney Allen Hale
RODNEY A. HALE

STATE OF IDAHO)
) ss.
County of Ada)

On this 15th day of April, 1997, before me, the undersigned Notary Public for said State, personally appeared Rodney A. Hale, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he 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



Stephanie Eller
Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: