

State of Idaho

Department of State

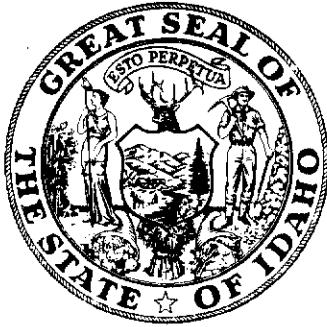
CERTIFICATE OF INCORPORATION OF

DOUGLAS K. KNUTSON, PROFESSIONAL CORPORATION
File number C 117170

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: November 18, 1996



Pete T. Cenarrusa
SECRETARY OF STATE
By *Sophie D. Dunphy*

ARTICLES OF INCORPORATION
OF
DOUGLAS K. KNUTSON, PROFESSIONAL CORPORATION

The undersigned, Douglas K. Knutson, acting as the incorporator of a corporation under the Idaho Business Corporation Act and the Idaho Professional Service Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST, The name of the corporation is: Douglas K. Knutson,
Professional Corporation.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is to render professional legal services.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 with no par value.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are as provided in the by-laws and as said by-laws may be from time to time amended.

SIXTH: The address of the initial registered office of the corporation is 970 Syringa Drive, Idaho Falls, Idaho 83401, and the name of its initial registered agent at such address is Douglas K. Knutson.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is one (1), and the initial director is Douglas K. Knutson, of 970 Syringa Drive, Idaho Falls, Idaho, who shall serve as such director until the first annual meeting of the shareholder.

EIGHTH: The name and address of the incorporator is Douglas K. Knutson, of 970 Syringa, Idaho Falls, Idaho, 83401.

NINTH: The director of this corporation shall have no personal liability whatsoever to the corporation, its stockholder, or to any person or entity claiming through it or him, for monetary damages for breach of fiduciary duty as director, except in the

following cases:

- a) For any breach of the director's duty of loyalty to the corporation or its stockholder;
- b) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- c) For acts for which liability is prescribed by Idaho Code 30-1-48;
- d) For any transaction from which the director derived any improper personal benefit.

DATED: November 6, 1996



Douglas K. Knutson
Douglas K. Knutson, Incorporator