



CERTIFICATE OF INCORPORATION
OF

QUADCON CORPORATION

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 _____

QUADCON 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: June 1, 1981.



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
QUADCON CORPORATION

JUN 1 8 45 AM '81
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

WE, THE UNDERSIGNED, DUANE E. KEARN, JAMES B. HEBERLEIN, MICHAEL J. HEBERLEIN, KENNETH L. MALAND, ROBERT G. RISO, DAVID W. HEBERLEIN AND JAMES E. HEBERLEIN, each being at least twenty-one (21) years of age and residents of the State of Idaho, and all being citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, do, under and by virtue of the general laws of the State of Idaho authorizing the formation of corporation, associate ourselves as incorporators with the intention of forming a corporation and do hereby certify as follows:

I.

The registered name of the corporation shall be:

QUADCON CORPORATION

II.

The purposes for which this corporation is formed are:

- (a) To purchase, buy, sell, use, improve or otherwise own real estate for the purpose of the development and construction of such real estate.
- (b) To hold, own and to acquire for certificates of convenience of necessity, licenses and franchises from state, city, county or federal agencies as required in the furtherance of the corporation's business.
- (c) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the corporation and to enhance the form of its properties and to do all other things necessary for the protection or the benefit of the corporation.

III.

The corporation is to have perpetual existence.

IV.

The permanent address of the corporation will be:

1855 No. Harrison
P.O. Box 4135
Pocatello, Idaho 83204

V.

The number of directors of the corporation shall be seven (7), which shall be increased or decreased pursuant to the By-Laws of the Corporation and shall never be less than three (3). The By-Laws of the Corporation shall provide

for a time, manner and place of holding elections. The regulation of the internal affairs of the corporation shall be provided for by the By-Laws of the Corporation.

VI.

The total authorized number of par value shares is 10,000 shares. It shall have \$1.00 par value per share. The 10,000 shares shall be identified as Common Voting Stock at \$1.00.

VII.

The Registered Agent and his address is:

Michael J. Heberlein
1855 No. Harrison, P.O. Box 4135, Pocatello, Idaho 83204

VII.

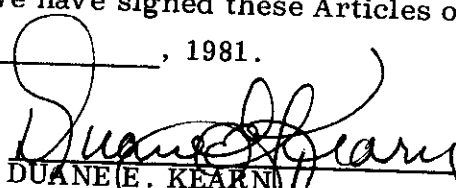
The names and post office addresses of the incorporators and directors and the number of shares subscribed by each are as follows:

| <u>Name</u> | <u>Address</u> | <u>Common Stock</u> |
|----------------------|--|---------------------|
| Duane E. Kearn | 388 Adams, Pocatello, ID 83201 | 100 |
| James B. Heberlein | 1622 Kinghorn, Pocatello, ID 83201 | 100 |
| Michael J. Heberlein | 2833 Hawkweed Dr., Pocatello, ID 83201 | 100 |
| Kenneth L. Maland | 360 Valleyview, Pocatello, ID 83201 | 100 |
| Robert G. Riso | 1330 Cedar Lane, Pocatello, ID 83201 | 100 |
| David W. Heberlein | 964-A McKinley, Pocatello, ID 83201 | 100 |
| James E. Heberlein | 1654 E. Center, Pocatello, ID 83201 | 100 |

IX.

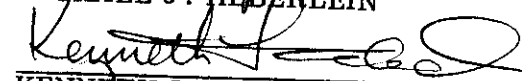
The corporation reserves the right from time to time to make any amendments of its charter now or hereafter authorized by law.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 26 day of May, 1981.


DUANE E. KEARN


JAMES B. HEBERLEIN


MICHAEL J. HEBERLEIN


KENNETH L. MALAND


ROBERT G. RISO


DAVID W. HEBERLEIN


JAMES E. HEBERLEIN

STATE OF Idaho)
 : ss
County of Bannock)

On this 26 day of May, 1981, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared DUANE E. KEARN, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)

STATE OF Idaho)
 : ss
County of Bannock)

On this 26 day of May, 1981, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared JAMES B. HEBERLEIN, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)

STATE OF Idaho)
 : ss
County of Bannock)

On this 26 day of May, 1981, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared MICHAEL J. HEBERLEIN, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)

STATE OF Idaho)
: ss
County of Bannock)

On this 26 day of May, 19 81, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared KENNETH L. MALAND, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)

STATE OF Idaho)
: ss
County of Bannock)

On this 26 day of May, 19 81, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared ROBERT G. RISO, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)

STATE OF Idaho)
 : ss
County of Bannock)

On this 26 day of May, 1981, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared DAVID W. HEBERLEIN, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)

STATE OF Idaho)
 : ss
County of Bannock)

On this 26 day of May, 1981, before me,
the undersigned, a Notary Public, in and for said County and State, personally
appeared JAMES E. HEBERLEIN, 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.

E. Diane Dye
NOTARY PUBLIC for Idaho
Residing at: Pocatello

(SEAL)