

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PRICE PROFESSIONAL ADJUSTERS, INC.

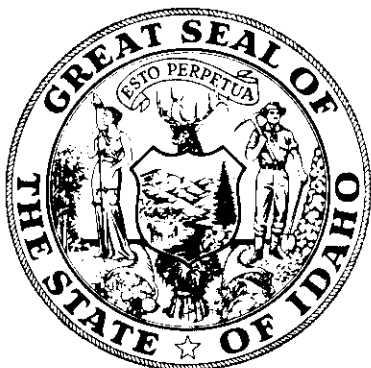
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

PRICE PROFESSIONAL ADJUSTERS, INC.

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: **March 14, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
PRICE PROFESSIONAL ADJUSTERS, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts Articles of Incorporation as follows:

ARTICLE ONE

NAME. The name of the corporation is Price Professional Adjusters, Inc.

ARTICLE TWO

PURPOSES. The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE THREE

The duration of the corporation shall be perpetual.

ARTICLE FOUR

The location and post office address of the initial registered office of the corporation in the State of Idaho is P. O. Box ²⁶~~22~~, Geneva, County of Bear Lake, State of Idaho 83238. The name of the corporation's initial registered agent at that address is Merlin J. Price.

ARTICLE FIVE

The total authorized number of par value shares of stock is FIVE THOUSAND (5,000). The aggregate per value of the total authorized number of par value shares is FIVE THOUSAND AND NO/100 DOLLARS (\$5,000.00). No distinction shall exist between the shares of stock of this corporation of the holders thereof, and the holders of the shares of stock of this corporation shall be entitled to one vote per share.

ARTICLE SIX

The holders of stock of this corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagements of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation, nor shall stock of this corporation be liable to assessment for any purpose.

ARTICLE SEVEN

The corporation may, from time to time, increase its total outstanding capital stock and may, from time to time, create or authorize one or more additional classes of stock with such designations, rights, preferences and privileges and subject to such restrictions, limitations, or qualifications as may be determined by the resolutions of the stockholders creating and authorizing the same, which may be the same or different from the designations, rights, preferences, privileges, restrictions, limitations, or qualifications of the class or classes of stock of the corporation then authorized.

ARTICLE EIGHT

The corporation reserves the right to amend, alter or change any provisions contained in the Articles of Incorporation in the manner now or hereinafter provided by law.

ARTICLE NINE

The number of directors constituting the initial board of directors of the corporation is two (2). The name and post office address of the person who shall serve as the initial director until the first annual meeting of shareholders or until the successor is elected and shall qualify are:

MERLIN J. PRICE, Geneva, Idaho 83238
JOY P. PRICE, Geneva, Idaho 83238

ARTICLE TEN

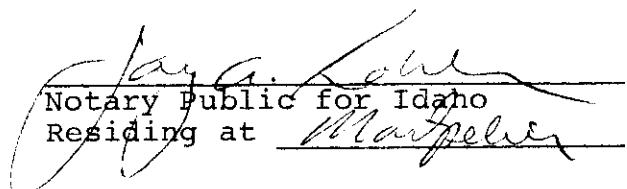
The name and address of the incorporator is:
MERLIN J. PRICE, Geneva, Idaho 83238.

IN WITNESS WHEREOF, I have hereunto set my hand this 9
day of March, 1983.


MERLIN J. PRICE

STATE OF IDAHO)
) ss.
County of Bear Lake)

I, a Notary Public, do hereby certify that on this 9th day of March, 1983, personally appeared before me MERLIN J. PRICE, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.


Notary Public for Idaho
Residing at Marquette