

# State of Idaho

## Department of State

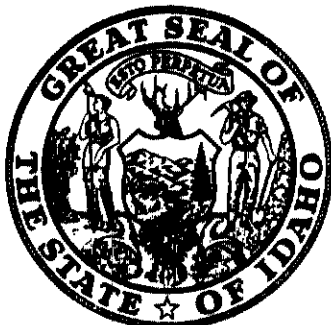
### CERTIFICATE OF INCORPORATION OF

UNITED TRANSITION CONSULTANTS, INC.  
File number C 106648

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: June 13, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*Cara Sipe*

**ORIGINAL**

RECEIVED  
SEC. OF STATE

**ARTICLES OF INCORPORATION**

**FOR**

**94 JUN 13 PM 2 42**

**UNITED TRANSITION CONSULTANTS, INC.**  
an Idaho Corporation

The Articles of Incorporation for United Transition Consultants, Inc., a general business corporation, incorporated in the State of Idaho, under the laws and statutes of that state.

**Article I**

The corporation is known as United Transition Consultants, Inc.

**Article II**

The corporation is a general business corporation as defined under Title 30, Chapter 1, Idaho Code.

**Article III**

The corporation shall have a perpetual duration.

**Article IV**

The purpose of the corporation is to transact and conduct any and all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

**Article V**

The corporation shall have the authority to issue one hundred (100) shares of one (1) class of shares. The shares are without par value.

**Article VI**

There are no preemptive rights related to any share or shareholder.

Articles of Incorporation  
United Transition Consultants, Inc.

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## **Article VII**

**Each article of these Articles of Incorporation shall be consistent with the corporate bylaws (if any exist).**

## **Article VIII**

**The address of the initial registered office is 1357 E. 21, Idaho Falls, Idaho, 83404. The name of the initial registered agent is John L. Stosich.**

## **Article IX**

**The number of directors constituting the initial Board of Directors of the corporation shall be two (2), who shall serve until the first annual meeting of shareholders. The names and addresses of the initial directors on the board are:**

**John L. Stosich  
1357 E. 21st  
Idaho Falls, Idaho 83404**

**Teresa L. Stosich  
369 E. 22nd  
Idaho Falls, Idaho 83404**

## **Article X**

**The name of the incorporator is John L. Stosich, 1357 E. 21st, Idaho Falls, Idaho, 83404.**

## **Article XI**

**The corporation shall exercise an election for Sub S status under the rules and regulations promulgated by the Internal Revenue Service of the United States.**


## **Article XII**

**There shall be no liability to the directors of the board or a shareholder for breach of fiduciary duty except as otherwise provided in I.C. §30-1-59(2).**

**Articles of Incorporation  
United Transition Consultants, Inc.**

**Article XIII**

**The officers of the corporation shall consist of those required by I.C. §30-1-50, and as prescribed by the bylaws (if any exist).**

  
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**John L. Stosich, Incorporator**

**Articles of Incorporation  
United Transition Consultants, Inc.**