

State of Idaho

Department of State

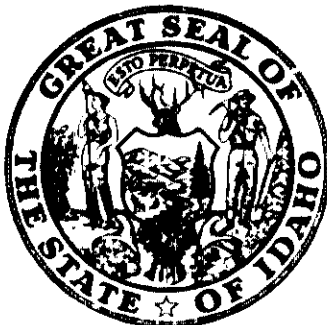
CERTIFICATE OF INCORPORATION OF

TOM HUDSON COMPANY
File number C 119026

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 7, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

MAR 10 1997

**ARTICLES OF INCORPORATION
OF
TOM HUDSON COMPANY**

The undersigned individual, desiring to form a corporation in accordance with Title 30, Chapter 1, Idaho Code, does hereby submit the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the corporation shall be TOM HUDSON COMPANY.

**ARTICLE TWO
PURPOSES**

The purposes for which the corporation is organized are as follows:

- (1) To engage in the business of consulting on issues of community development, land use planning and zoning;
- (2) To engage generally in the business of a corporation as the same is now and hereafter defined by statute, rule and regulation, and in connection therewith to own property, to enter into contracts, and to transact any lawful business related thereto;

**ARTICLE THREE
PRINCIPAL OFFICE AND AGENT**

The Place in the State of Idaho where the corporation's principal and registered office is to be located is Moscow, Idaho. The registered agent shall be Thomas J. Hudson, P.O. Box 8645, 620 S. Hayes, Moscow, Idaho 83843.

IDAHO SECRETARY OF STATE
DATE 04/07/1997
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CK #: 908 CUST# 79456
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ARTICLE FOUR DIRECTORS

The number of directors of the corporation shall be one (1), which number may be increased pursuant to the bylaws of the corporation. The initial director shall be Thomas J Hudson, of Moscow, Idaho.

ARTICLE FIVE STOCK

The total number of shares of stock which the corporation has authority to issue is one thousand (1000) shares, which shall not be divided into classes; all of such shares are without par value. The issuance and transfer of such shares shall be subject to the restrictions and limitations of Idaho Code.

ARTICLE SIX INCORPORATOR

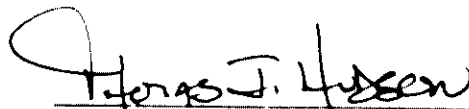
The name and address of the incorporator is Thomas J. Hudson, P.O. Box 8645, 620 S Hayes, Moscow, Idaho 83843.

ARTICLE SEVEN DURATION

The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Article of Incorporation on the 28TH day of MARCH, 1997.

Incorporator:


Thomas J. Hudson

Address:

P.O. Box 8645
620 S. Hayes
Moscow, Idaho 83843