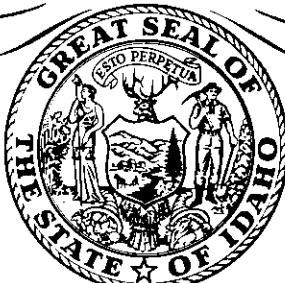


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

MUTUAL REALTY & INSURANCE AGENCY, INC.

was filed in the office of the Secretary of State on the **Thirtieth** day of **January**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **122** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Pocatello** in the County of **Bannock**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **30th** day of **January**, A.D., **1963**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

MUTUAL REALTY & INSURANCE AGENCY, INC.

being natural persons of full age & citizens of the U.S.,
WE, THE UNDERSIGNED, for the purpose of forming a corporation pursuant to the laws of the State of Idaho, do hereby certify:

FIRST: The name of the proposed corporation shall be:

MUTUAL REALTY & INSURANCE AGENCY, INC.

SECOND: The purposes for which it is to be formed are:

a. To build, purchase, take, lease, or otherwise acquire; to own, hold, use, maintain and improve; and to sell, convey, mortgage, lease and otherwise dispose of real property, buildings, structures, and improvements, or any interest therein and any articles, materials, machinery, and equipment used therefor, or in connection therewith.

b. To engage in the business of managing, supervising and operating real property, buildings, and structures; to negotiate and consummate, for itself, or for others, leases with respect to any such property; to enter into contracts and arrangements, either as principal or as agent, for the maintenance, repair and improvement of any property managed, supervised, or operated by the corporation; to furnish financial management and other services to others; to purchase or otherwise acquire, own, use, improve, maintain, sell, lease, or otherwise dispose of any articles, materials, machinery, equipment and property used for or in connection with the business of the corporation; and to engage in and conduct, or authorize, license, and permit others to engage in and conduct, any business or activity incident, necessary, advisable, or advantageous to the ownership of property, buildings and structures, managed, supervised, or operated by the corporation.

c. To conduct a general brokerage, agency, and commission business for others in the purchase, sale and management of real estate for others, and the negotiation of loans thereon; to purchase and sell for others personal property, stocks, bonds, and notes, and to negotiate loans thereon for others; and to act as agents for letting houses, lands, and the collection of rents and payments of taxes.

d. To do any and all things necessary and convenient for the carrying on of a general real estate brokerage and agency.

e. To act as agent for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, elevator, accident, health, burglary, rent, marine, credit, and life insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents by such companies, and to conduct a general insurance agency and insurance brokerage business.

THIRD: The amount of capital stock shall be FIVE THOUSAND DOLLARS (\$5,000.00).

FOURTH: The number of shares of which the capital stock shall consist is 50 shares of COMMON STOCK of the par value of ONE HUNDRED DOLLARS (\$100.00) per share.

The entire voting power for the election of directors and for all other lawful purposes shall vest exclusively in the holders of Common Stock, who shall be entitled to one vote for each share of common stock held by them of record. At all meetings of stockholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

All shares of stock, when the consideration therefor has been fully paid or delivered, shall not be liable to any further call or assessment thereon.

FIFTH: The location and post office address of the registered office of the corporation is: 1427 North Arthur, Pocatello, Idaho.

SIXTH: The duration of the corporation is to be perpetual.

SEVENTH: The number of its directors is to be not less than five nor more than fifteen.

The directors shall be elected by ballot at the annual meeting of the stockholders. Said elections shall be conducted in accordance with the laws of the State of Idaho.

All elections of directors shall be for the term of one year except in case of an election to fill a vacancy occurring during a term, in which event the election shall be for the unexpired portion of the original term.

A majority of the Board of Directors shall constitute a quorum.

EIGHTH: The directors may, by a two-thirds majority vote, have the power to repeal, amend, and adopt new by-laws.

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

NAME	POST OFFICE ADDRESS	NO. OF SHARES
Jay R. Lowe	147 S. 11th Avenue Pocatello, Idaho	One Common Stock
Gary R. Lowe	1373 E. Elm Pocatello, Idaho	One Common Stock
Callis A. Caldwell	214 Hyde Pocatello, Idaho	One Common Stock

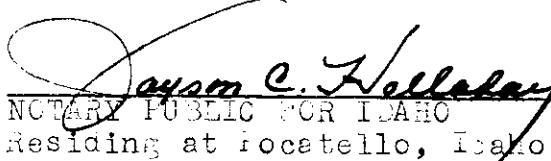
IN WITNESS WHEREOF, we have hereunto set our hands and seals this 24th day of January, 1963.

Jay R. Lowe (SEAL)
Gary R. Lowe (SEAL)
Callis A. Caldwell (SEAL)

STATE OF IDAHO)
COUNTY OF BANNOCK) : ss

On this 24th day of July, 1953, before me personally appeared Jay R. Lowe, Gery R. Lowe, and Callis A. Caldwell, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me that they 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.


Notary Public for Idaho
Residing at Pocatello, Idaho

(SEAL)