

CERTIFICATE OF INCORPORATION
OF

PROFUND, INC.

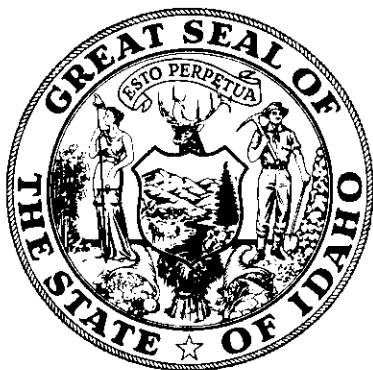
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

PROFUND, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 September 13, 19 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

PROFUND, Inc.

SEP 13 8 49 AM '82
SECRETARY OF STATE

We, the undersigned, being 3 natural persons of full age and all citizens of the United States, do this day voluntarily associate for the purpose of forming a private, non-profit Corporation under the laws of the State of Idaho, and to that end, adopt these Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is PROFUND, Inc.

ARTICLE II - PURPOSE

The purpose of the Corporation is to:

- 1) Raise money for other non-profit/tax exempt corporations.
- 2) To provide marketing, sales and contract procurement services to non-profit, tax exempt corporations.
- 3) Provide consulting services to other non-profit, tax exempt corporations.
- 4) Provide employment opportunities for disabled individuals.
- 5) Contribute money to non-profit, tax exempt corporations.

ARTICLE III - POWERS

The Corporation shall have the authority to exercise all powers allowed by law to non-profit corporations.

ARTICLE IV - DURATION

The Corporation shall be perpetual.

ARTICLE V - ADDRESS

The location and Post Office address of the initial registered agent of the Corporation in Idaho is:

Brent Marchbanks

1207 N. 14th

P.O. Box 6712

Boise, Idaho 83707

ARTICLE VI - MEMBERS

The Corporation shall have no members. The initial Board of Directors

is appointed by CO-AD, Inc. ^{2/15}

ARTICLE VII - INCORPORATORS

The Incorporators and initial Board of Directors are:

CAROL CRAIGHILL
1207 W. 14th
Boise, Idaho 83702

CHRIS FERREN
2413 Heights Dr.
Boise, Idaho 83702

BRENT MARCHBANKS
1207 W. 14th
Boise, Idaho 83702

ARTICLE VIII - DISSOLUTION

Upon dissolution or other termination of the Corporation, no member or director shall be entitled to any distribution or division of the remaining property or its proceeds, and the balance of all money and other property received by the Corporation shall be used or distributed exclusively for purposes within the intent of Section 501 (C)(3) of the Internal Revenue Code as it exists or as it may be amended.

In Witness, we subscribe our names this 10 day of September
1982.

Carol Craighill
Christine Fearon
Brent Marchbanks

State of Idaho)
County of Ada)

On this 10th day of September 1982, before me, the undersigned, a Notary Public for Idaho, personally appeared Carol Craighill, Christine Fearon, and Brent Marchbanks, known to me to be the foregoing instrument and acknowledged to me that they had executed the same.

Priscilla A. Page
Notary Public for Idaho
Residing in Boise, Idaho
My Commission expires 4/85