

State of Idaho

Department of State.

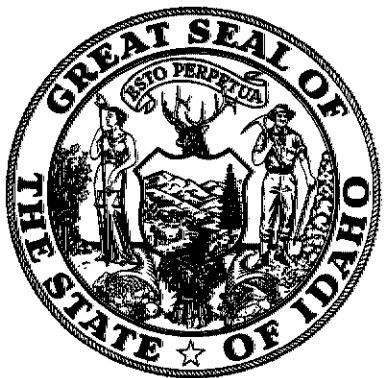
**CERTIFICATE OF INCORPORATION
OF**

GEM STATE SECURITY, 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 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: August 11, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

ARTICLES OF INCORPORATION RECEIVED
SEC. OF STATE
OF
'89 AUG 11 PM 2 59
GEM STATE SECURITY, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is GEM STATE SECURITY, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized, is commercial and residential security, but is not limited thereto.

The general purpose of the incorporation shall be to engage in all business activities authorized and permitted under the laws of the State of Idaho. The business practices of the corporation shall not be limited to the specific purposes set forth herein.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares, with a par value of \$1.00 per share.

FIFTH: There shall be no provisions denying preemptive rights in these Articles of Incorporation.

SIXTH: Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws and are specifically excluded from these Articles of Incorporation.

SEVENTH: The address of the initial registered office of the corporation is 812 Shoshone Street East, P. O. Box 679, Twin Falls, Idaho, 83303, telephone number 734-6677, and the name of its initial registered agent at such address is Byron Glenn McCurdy.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
BYRON GLENN McCURDY	P. O. Box 679 Twin Falls, Idaho 83303
LYNDA LEE McCURDY	P. O. Box 679 Twin Falls, Idaho 83303.

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
BYRON GLENN McCURDY	P. O. Box 679 Twin Falls, Idaho 83303
LYNDA LEE McCURDY	P. O. Box 679 Twin Falls, Idaho 83303.

DATED this 1st day of August, 1989.

Byron Glenn McCurdy

Lynda Lee McCurdy
LYNDA LEE McCURDY

STATE OF IDAHO)
County of Twin Falls) ss:

On this 1st day of August, in the year of
1989, before me, the undersigned Notary Public in and for said
County and State, personally appeared BYRON GLENN McCURDY, known
or identified to me to be one of the persons whose name is
subscribed to the within instrument as an incorporator, and
acknowledged to me that he executed the same, and that he was a
person over the age of eighteen years and a citizen of the United
States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, the day and year in this certificate
first above written.

Kim K. Roper
NOTARY PUBLIC
Residing at: twin FALLS
My Commission Expires: 9/10/91

STATE OF IDAHO)
) ss:
County of Twin Falls)

On this 1st day of August, in the year of
1989, before me, the undersigned Notary Public in and for said
County and State, personally appeared LYNDA LEE McCURDY, known or
identified to me to be one of the persons whose name is
subscribed to the within instrument as an incorporator, and
acknowledged to me that she executed the same, and that she was a
person over the age of eighteen years and a citizen of the United
States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, the day and year in this certificate
first above written.

Kim V. Roper
NOTARY PUBLIC
Residing at: Two FSB, 20
My Commission Expires: 9/10/91