

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

THE HOLLANDSWORTH GROUP, INC.

File number C 106886

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: July 6, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley DeWitt*

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ARTICLES OF INCORPORATION
OF

The undersigned, being of legal age and a citizen of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby adopt the following:

ARTICLE I

NAME

The name of the corporation shall be:

THE HOLLANDSWORTH GROUP, INC.

ARTICLE II

DURATION

The period of duration of the Corporation shall be perpetual

ARTICLE III

PURPOSE

The corporation is formed for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Code).

ARTICLE IV

AUTHORIZED SHARES

The authorized capital stock of the Corporation shall consist of 1,000 shares of the common stock with \$100 par value.

ARTICLE V

PREEMPTIVE RIGHTS

The holders of shares of common stock of the Corporation shall be entitled to any preemptive rights to subscribe to any unissued stock or any other securities which the Corporation may now or hereafter authorize to be issued.

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ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation shall be:

745 North 4th Street
Coeur d'Alene, ID 83814

The name of the initial registered agent of the Corporation at such address shall be:

CJ Hollandsworth

ARTICLE VII

BOARD OF DIRECTORS

The number of directors constituting the Board of Directors of this Corporation shall not be less than (1) nor more than nine (9), as shall be set forth in the Bylaws of the Corporation. The initial address of the person who is to service as director until the first annual meeting of the shareholder and until their successors shall have been elected and qualified, is as follows:

CJ Hollandsworth
2615 North 4th Steet
Coeur d'Alene, ID 83814

ARTICLE VIII

CUMULATIVE VOTING

There shall be no cumulative voting allowed in election of directors or for any other purpose.

ARTICLE IX

LIMITATION OF DIRECTOR LIABILITY

To the full extent that the Idaho Business Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of the liability of directors, a Director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for conduct as a Director. Any amendment to or repeal of this Article IX shall not adversely affect any right or protection of a Director of the Corporation for or with respect to any acts or omission of such Director occurring prior to such amendment or repeal.

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ARTICLE X
INCORPORATION

The name and address of the incorporator is:

CJ Hollandsworth
2615 North 4th Street
Coeur d'Alene, ID 83814

ARTIVCLE XI
BYLAWS

The initial Bylaws of the Corporation shall be adopted by its Board of Directors at the organizational meeting of the Directors. The Board of Directors shall be vested with the power to alter, amend, or repeal the Bylaws and to adopt new Bylaws.

EXECUTED this 30th day of June, 1994.

A handwritten signature in dark ink, appearing to read "CJ Hollandsworth", is written over a horizontal line.