

ARTICLES OF INCORPORATION

FILED
97 DEC 29 AM 8:59
SECRETARY OF STATE
STATE OF IDAHO

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

1. NAME: The name of the corporation is Computer Resource Services, Inc.
2. DURATION: The period of its duration is perpetual.
3. PURPOSES: This corporation may transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. SHARES AUTHORIZED: The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares at \$ 1.00 par value common stock.
5. PREEMPTIVE RIGHTS: Shareholders shall have preemptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
6. BUSINESS AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided in detail by the corporation's By-Laws, including restrictions on transfer of shares.
7. REGISTERED AGENT AND OFFICE: The initial registered agent is:

Ken Carlson

and the initial registered office is:

1452 Bench Road, Pocatello, ID 83201

8. BOARD OF DIRECTORS: The initial Board of Directors shall consist of ~~three~~ ¹² individuals who will serve until the first annual shareholder meeting or until their successors are elected and qualified. The directors' names and addresses are:

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NAME

ADDRESS

Ken Carlson

1452 Bench Road
Pocatello, ID 83201

Paul Prochko

611 Wilson, Suite 3
Pocatello, ID 83201

Eric Smith

245 Filmore Avenue
Pocatello, ID 83201

9. INCORPORATOR: The name and address of the incorporator is:

Ken Carlson
1452 Bench Road
Pocatello, ID 83201

10. STOCK TRANSFER RESTRICTIONS: Transfer of this corporation's stock shall be restricted; those restrictions are set forth in detail in this Corporation's By-Laws.

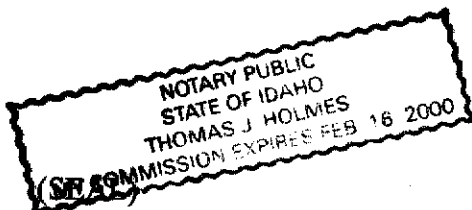
DATED: 12-22-97



Ken Carlson, INCORPORATOR

STATE OF IDAHO)
 :SS
County of Bannock)

On this 24 day of December, 1997, before me, the undersigned Notary Public, in and for said State, personally appeared Ken Carlson, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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




NOTARY PUBLIC - STATE OF IDAHO
My Commission Expires: _____