

FILED/EFFECTIVE

ARTICLES OF INCORPORATION  
OF  
CELTIC MARKETING INCORPORATED

ARTICLE I

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being over twenty-one (21) years of age, have this day voluntarily associated ourselves for the purpose of forming a Corporation under the laws of the State of Idaho, we hereby adopt in duplicate the following Articles of Incorporation.

ARTICLE II

The name of this Corporation is and shall be: CELTIC MARKETING INCORPORATED.

ARTICLE III

Its principal office in the State of Idaho is located at 344 North Marsh Creek Road, Inkom, Idaho, 83245. The name and address of its Resident Agent is Stanley M. Jensen, 344 North Marsh Creek Road ( P.O. Box 148), Inkom, Idaho, 83245.

In furtherance of and not in limitation of the general powers conferred by the laws of the State of Idaho, it is expressly provided that this Corporation shall also have the following powers:

- a) To acquire by purpose or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the stock of this Corporation, provided that the money or property of the Corporation shall not be used for the purchase of shares of its own stock when such use would cause any impairment of the capital of the Corporation. The Corporation shall not be entitled to vote, either directly or indirectly, on any shares of its own stock which it may hold.
- b) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the bonds, debentures, notes and other securities and obligations of this Corporation.
- c) To borrow money and give security therefore.
- d) To enter into, make and perform and carry out contracts of every kind for any lawful purposes pertaining to its business, with any individual, entity, firm, association or corporation, or with any governmental, municipal, or public authority, domestic or foreign in accordance with the corporation laws of the State of Idaho.
- e) To do everything necessary, proper, convenient, or incidental to the accomplishment or the

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purposes and objects of this Corporation, or which is calculated directly or indirectly to promote the welfare or interests of the Corporation or enhance the value or render profitable any of its property or rights.

f) To do any and all of the things in these Articles set forth, to the same extent as a natural person might or could do, and in any part of the world, as principals, alone or in company with others.

g) In addition to the foregoing objects and purposes for which the Corporation is formed this Corporation shall have the power and right to do any and all things permitted to be done by a Corporation formed under the laws of the State of Idaho and shall have the power and right to do any and all things not expressly prohibited by the Corporation Laws of the State of Idaho.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers in each clause, shall, except where otherwise expressed, be in no wise limited or restricted by the reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes.

#### **ARTICLE IV**

The Corporation shall have authority to issue 1000 shares of common stock at no par value.

#### **ARTICLE V**

The number of Directors constituting the initial Board of Directors will be FOUR and the initial name and address of the persons who are to serve until the First Annual Meeting of Stockholders, or until their successors be elected and qualify are as follows:

Stanley M. Jensen. P.O. Box 148, Inkom, Idaho 83245

Clark N. Madson, 4041 North 5100 West, Malad, Idaho 83252

Craig W. Madson, 845 Barton Rd #54, Pocatello, Idaho 83201

N. Mary Jane Jensen, P.O. Box 148, Inkom, Idaho 83245

Said number may at any time be increased or decreased by a duly adopted amendment to these Articles of Incorporation, or a By-Law duly adopted prior the issuance of any shares or the capital stock, by the Stockholders. There will be four initial stockholders.

#### **ARTICLE VI**

The duration of this Corporation shall be perpetual.

## ARTICLE VII

The number of Original Incorporators signing these Articles of Incorporation shall be FOUR, as provided by Idaho State Code 30-1-53. The names and addresses of the original incorporators are as follows:

Stanley M. Jensen, P.O. Box 148, Inkom, Idaho 83245

Clark N. Madson, 4041 North 5100 West, Malad, Idaho 83252

Craig W. Madson, 845 Barton Road #54, Pocatello, Idaho 83201

N. Mary Jane Jensen, P. O. Box 148, Inkom, Idaho 83245

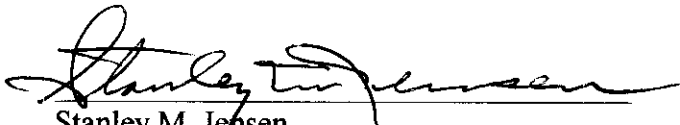
## ARTICLE VIII


The Capital Stock, after the amount of the subscription price, or par value, has been paid, shall be subject to no further assessment to pay debts of the Corporation, and no stock issued as fully paid up shall ever be amended or end, regardless of the vote thereof, and as to amend, modify or rescind this ARTICLE VIII or any of the provisions thereof.

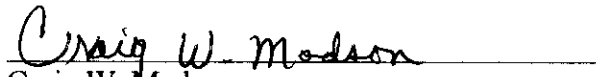
## ARTICLE IX

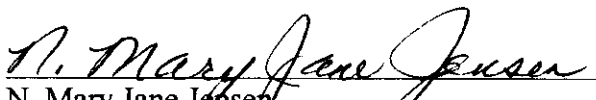
The undersigned being the Original Incorporators hereinabove named for the purpose of forming a Corporation to do the business both within and without the State of Idaho and being natural persons and over the age of consent, do make this Certificate, hereby declaring and certifying that the facts stated are true and for the uses and purposes as hereinabove stated.

IN WITNESS WHEREOF, we have accordingly hereunto set out hand this 10 day of July, 2000 in Inkom, Idaho.

  
Stanley M. Jensen

  
Clark N. Madson

  
Craig W. Madson

  
N. Mary Jane Jensen

State of Idaho

County of Bannock

On this 10 day of July, 2000, personally appeared before me, the undersigned, a Notary Public in and for the above County and State, Stanley M. Jensen, Clark N. Madson, Craig W. Madson, and N. Mary Jane Jensen, known to me to be the persons having subscribed to the foregoing instrument and having acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned,

WITNESS MY HAND AND OFFICIAL SEAL THE DAY AND YEAR IN THIS CERTIFICATE FIRST ABOVE WRITTEN.

Diana Sterner  
exp. Oct. 27, 2002

Notary Public

In and For said County and State