



**CERTIFICATE OF INCORPORATION
OF**

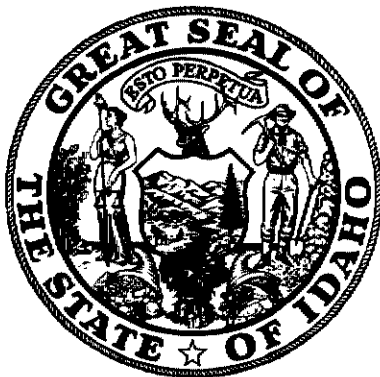
ROCKY MOUNTAIN INSURANCE CENTER, INC.

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:

May 19, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

RECEIVED
SEC. OF STATE
'89 MAY 19 AM 9 00
ARTICLES OF INCORPORATION
OF
ROCKY MOUNTAIN INSURANCE CENTER, INC.

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned being a natural person of full age and citizen of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the General Business Corporation Act of Idaho, as set forth in Title 30, Idaho Code, Volume 5B, do hereby certify as follows:

I.

The name of the corporation is "Rocky Mountain Insurance Center, Inc.".

II.

The purposes for which said corporation are formed are:

(a) To carry out, all or any of the businesses of a insurance agency including but not limited to selling insurance of all kinds for commissions as otherwise and in particular auto, fire, commerical, life and health insurance and bonds.

(b) To hire or otherwise employ insurance agents to sell and deal in the sale of insurance and its policies of all kinds.

(c) To act as general agent, attorney-in-fact, factor or broker on commission or otherwise for insurance companies; to aid and assist, promote and conserve the interest of, and afford facilities for the convenient transaction of business by its principals and patrons.

(d) To acquire real property by purchase, lease, or otherwise and to improve and develop the same for foregoing business or businesses; and

(e) To do all things necessary or incidental to accomplish the foregoing objects and purposes of such business or businesses; and

(f) To transact any or all lawful business for which corporations may be incorporated under the General Business Corporation Act as now contained in Title 30, Idaho Code, Volume 5B, or as may be hereinafter amended.

III.

This corporation shall have all of the powers and authorities conferred to corporations under the General Business Act and in particular those powers granted under Section 30-1-4 Idaho Code, Volume 5B, as now enacted or as may be hereinafter amended.

IV.

The corporation is to have perpetual existence.

V.

The location and post office address of the registered office of the corporation is 105 S. Main, Pocatello, Idaho 83204. The registered agent at such address shall be Kenneth Wayne Hendrix.

VI.

The capital stock of the corporation shall be \$10,000.00 divided into 100 shares of common stock of the par value of \$100.00 each.

VII.

The initial board of directors (3) to serve until the first annual meeting of shareholders or until their successors be elected and qualify are:

<u>Name</u>	<u>ADDRESS</u>
Kenneth W. Hendrix	105 S. Main Suite 210 Pocatello, Idaho 83201
Michael Hendrix	105 S. Main Suite 210 Pocatello, Idaho 83201
Logan Robinson	5430 S. 5th Ave. Pocatello, Idaho 83201

VIII.

The name and post office addresses of the incorporator and the number of shares subscribed is as follows:

Kenneth W. Hendrix 105 S. Main 1 share
Pocatello, Idaho 83201

IN WITNESS WHEREOF, we have hereunto set my hands
this 17 day of May, 1989.


KENNETH WAYNE HENDRIX

STATE OF IDAHO)
 : ss
COUNTY OF BANNOCK)

On this 17 day of May, 1989, before me, the undersigned, a Notary Public in and for said State, personally appeared Kenneth Wayne Hendrix of Pocatello, Idaho, known to me to be the person whose names are 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 in this certificate first above written.


NOTARY PUBLIC FOR IDAHO