



CERTIFICATE OF INCORPORATION
OF

RHEAD BROTHERS INVESTMENT CORPORATION

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 19, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Babala

**ARTICLES OF INCORPORATION
OF
RHEAD BROTHERS INVESTMENT CORPORATION**

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

ARTICLE I

NAME: The name of the Corporation is Rhead Brothers Investment Corporation.

ARTICLE II

DURATION: The duration of the corporation shall be perpetual.

ARTICLE III

PURPOSE AND POWERS: The purpose or purposes for which the corporation is organized are:

(a) To engage in the business of acquisition and management of investment and rental properties.

(b) To have all rights and powers normally ascribed to and incidental to said primary purpose and to business operations in general including, but not limited to; raising capital and operating monies; entering into, performing and carrying out contracts; entering into joint ventures or limited partnerships; acquiring, by purchase or otherwise, maintaining, developing, improving, financing, mortgaging, selling, renting, or exchanging such real property, equipment and other facilities as are needed by the Corporation, and to undertake all business transactions, functions and service ordinary and necessary to the business, as set forth above, or any other lawful business authorized under the laws of this State.

(c) To have as its purpose the pursuit and development of any other business opportunities that relate to its primary purpose, as set forth above.

(d) To engage in any other lawful activities permitted by the Idaho Business Corporation Act.

ARTICLE IV

AUTHORIZED SHARES: The aggregate number of shares of common voting stock which the Corporation shall have authority to issue is 10,000, all of which shall have a par value of \$1.00 per share.

ARTICLE V

REGISTERED OFFICE AND AGENT: The address of the Corporation's initial registration office is 734 W. Cedar, Pocatello, ID 83201, and the name of its initial registered agent at such address is Kent Rhead.

ARTICLE VI

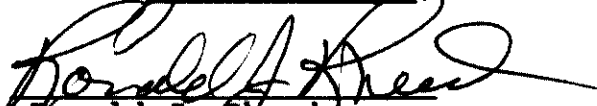
DIRECTORS: The number of directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall quality are:

<u>NAME</u>	<u>ADDRESS</u>
Ronald J. Rhead	3912 N. Yellowstone Hwy Idaho Falls, ID 83401
Kent Rhead	734 W. Cedar Pocatello, ID 83201
Randall Rhead	250 West 500 South #2 Logan, UT 84321


INCORPORATORS: The names and addresses of each incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Ronald J. Rhead	3912 N. Yellowstone Hwy Idaho Falls, ID 83401
Kent Rhead	734 W. Cedar Pocatello, ID 83201
Randall Rhead	250 West 500 South #2 Logan, UT 84321

DATED: June 22 1991.



Ronald J. Rhead



Randall Rhead



Kent Rhead

STATE OF IDAHO

County of Madison

) ss.

On this 22 day of June, 1991, before me, a Notary Public for Idaho, personally appeared Ronald J. Rhead, known or identified to me to be the person who executed the foregoing 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 last above written.

Wayle F. Bagley
NOTARY PUBLIC FOR IDAHO
Residing at:
Rexburg, Id.
My commission expires
7-91

STATE OF IDAHO

County of Madison

) ss.

On this 22 day of June, 1991, before me, a Notary Public for Idaho, personally appeared Kent Rhead, known or identified to me to be the person who executed the foregoing 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 last above written.

Wayle F. Bagley
NOTARY PUBLIC FOR IDAHO
Residing at:
Rexburg, Id.
My commission expires
7-91

STATE OF IDAHO

County of Madison

) ss.

On this 27 day of June, 1991, before me, a Notary Public for Idaho, personally appeared Rent Rhead, known or identified to me to be the person who executed the foregoing 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 last above written.

Larry F. Bagley
NOTARY PUBLIC FOR IDAHO
Residing at:

Reynolds Rd
My commission expires
1995