

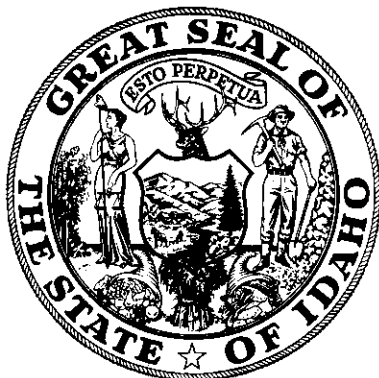
**CERTIFICATE OF INCORPORATION  
OF**

**FINANCIAL RESOURCES, 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: **March 15, 1985**



SECRETARY OF STATE

by: \_\_\_\_\_

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OFFICE OF THE CLERK OF DISTRICT COURT  
IDAHO

ARTICLES OF INCORPORATION  
OF  
FINANCIAL RESOURCES, INC.

The undersigned, in order to form a corporation pursuant to the Idaho Business Corporation Act, certifies as follows:

ARTICLE I

The name of the corporation is FINANCIAL RESOURCES, INC. ("Corporation").

ARTICLE II

The purposes for which this Corporation is organized are as follows:

To engage in any lawful activity or business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation shall have perpetual existence.

ARTICLE IV

The address of the initial registered office of the Corporation shall be 831 Fruitwood Pl., Eagle, Idaho 83616, and the name of its initial registered agent at such address is Roger Bird.

#### ARTICLE V

The shares of stock to be issued by the Corporation shall consist of one class only, and the aggregate number of shares which the Corporation shall be authorized to issue shall be 10,000 shares of stock, each having a par value of \$1.00 per share. All shares of stock shall have the same rights in such Corporation and shall be nonassessable when paid in full.

#### ARTICLE VI

The name and post office address of the incorporator and organizer, who has named himself as the initial director to serve until the first election of directors of the Corporation, is as follows:

NAME:

Lee B. Dillion

ADDRESS:

325 West Idaho Street  
Boise, Idaho 83702

#### ARTICLE VII

The private property of the stockholders of this Corporation shall not be subject to the payment of the corporate debts.

#### ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders are granted subject to this reservation.

Dated: 3-15-85

Lee B. Dillion  
Lee B. Dillion