

CERTIFICATE OF INCORPORATION  
OF

BOISE BASIC INCORPORATED

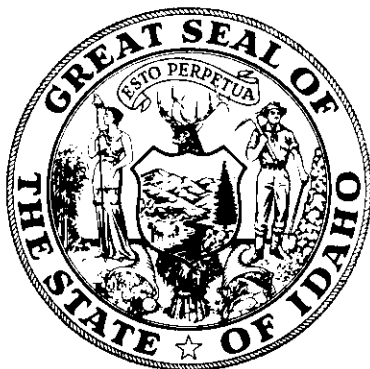
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

BOISE BASIC INCORPORATED

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: September 18, 1981



SECRETARY OF STATE

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

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ARTICLES OF INCORPORATION  
OF  
BOISE BASIC INCORPORATED

SECRETARY OF  
STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons of full age, citizens of the United States of America and residents of the State of Idaho, have this day voluntarily associated ourselves together, and do hereby and by these Articles of Incorporation unite and associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho for the purposes hereinafter stated.

I.

The name of the Corporation shall be Boise Basic Incorporated.

II.

The term for which said corporation shall exist shall be in perpetuity.

III.

The location and post office address of the registered office of this corporation in the State of Idaho, shall be 2331 Lynx Way, Boise Idaho 83705. The registered agent of this corporation is Floyd Bird and his address is 2331 Lynx Way, Boise, Idaho 83705.

IV.

The objects and purposes for which this corporation is formed shall be and are:

(1) To consult in computer systems development and services, as well as any other lawful business.

(2) To deal in and with goods, wares, merchandise and all other forms of personal property, without limitation, or any interest therein, whether within the State of Idaho or elsewhere, to the same extent that a natural person might do so.

(3) To purchase, lease or otherwise acquire real and personal property of all kinds in the United States or elsewhere, and to sell, exchange, lease, mortgage or otherwise and generally do anything or perform any act which, in the judgment of the directors or stockholders of the company, shall be necessary or proper and conducive to the best interests of said company in accomplishing any of the objects or purposes herein set out.

(4) To purchase or otherwise dispose of any trade names, trademarks, processes, inventions, formulas, patents, patent rights or letters patent, processes of any nature whatsoever, either of the United States or of any foreign countries, and to accept and grant licenses thereunder.

(5) To subscribe or cause to be subscribed for, and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute or otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company or association, now or hereafter existing, and whether created by or under the laws of this State of Idaho, or otherwise, and while the owner of any such shares of the capital stock or bonds of other property, to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person for that purpose from time to time, to the same extent as natural persons could or might do.

(6) To purchase, hold, sell and reissue the shares of the stock of this corporation.

(7) To buy, lease or otherwise acquire, so far as may be permitted by law, the whole or any part of the business, good will and assets of any person, firm, association or corporation, either foreign or domestic, engaged in any business in which this corporation would have the right to engage under these Articles of Incorporation.

(8) To carry on any business whatsoever which the corporation may deem proper or convenient in connection with the purposes herein expressed, or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation, or to enhance the value of its property.

(9) To borrow money and otherwise incur indebtedness without limit as to amount, and to draw, make, accept, endorse, transfer, assign, guarantee, execute and issue bonds, debentures, notes, drafts, bills of exchange, negotiable instruments and all other evidence of indebtedness, negotiable or non-negotiable, whether secured or unsecured.

(10) For the purpose of securing all or any of its contracts, obligations, or liabilities to convey, transfer, assign, deliver, mortgage, pledge or otherwise hypothecate all or any part of the property or assets at any time held or owned by this corporation.

(11) To conduct its business and exercise all or any of its powers as above specified, or otherwise, in the State of Idaho, or in any other state, territory or colony of the United States, the District of Columbia, or any other part of the world, as fully and to the same extent as natural persons might or could do, either alone or in association with others, and at its option to have one or more office or places of business as shall be determined by its Board of Directors within the State of Idaho, in addition to its registered and principal place of business as set out in these Articles.

(12) It is the intention of the incorporators of this company that the foregoing clauses shall be construed both as objects and powers, and the foregoing enumeration of specific objects and powers shall not be construed to limit or restrict in any manner the powers of the corporation, but said corporation shall have the power to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of its purposes, or the attainment of any one or more of the objects hereinabove enumerated or incidental to the purposes and objects hereinabove named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and which is permitted under the laws of the State of Idaho, under which this corporation is organized, to the same extent and as fully as a natural person might or could do.

V.

The business of this corporation shall be managed and conducted by a Board of three or more directors. The initial directors shall be as follows:

Floyd Bird	2331 Lynx Way Boise, Idaho 83705
Trudi Jo Bird	2331 Lynx Way Boise, Idaho 83705
Stephen Paul Bower	2871 Quercus Avenue Boise, Idaho 83709

The entire Board shall be elected annually by the stockholders of this corporation at the annual meeting of the stockholders of this corporation, provided that any director or directors may be removed with or without cause, at a special meeting of the stockholders called for that purpose, by a vote representing not less than a majority of the stock subscribed for and issued.

## VI.

The Board of Directors of this corporation may meet and transact the business of this corporation either at the principal place of business herein designated, or at such other place within or without the State of Idaho as may be at any time determined by the Board of Directors.

## VII.

The By-Laws of this corporation may be repealed, amended, altered, or new By-Laws adopted at any annual meeting, or at any special meeting of the stockholders called for that purpose, by a vote representing not less than a majority of the stock subscribed for and issued, or by the written consent, duly acknowledged in the same manner as conveyances of real property are required to be acknowledged, of the holders of not less than a majority of the subscribed for and issued capital stock, which written consent may be in more than one instrument. FURTHERMORE, the Board of Directors of this corporation shall have the power to repeal, amend and alter the By-Laws of the corporation, and to adopt new By-Laws, by a vote of not less than a majority of the members of said Board of Directors; provided, that the Board of Directors shall not make or alter any By-Laws fixing the qualifications, classifications, term of office or compensation of the members of such board.

## VIII.

The capital stock of this Corporation shall consist of one hundred shares of non-assessable, common stock without par value.

## IX.

The names and post office addresses, together with the number of the shares of stock subscribed by each of the incorporators are as follows:

NAME	ADDRESS	NO. OF SHARES
Floyd Bird	2331 Lynx Way Boise, Idaho 83705	5

NAME	ADDRESS	NO. OF SHARES
Trudi Jo Bird	2331 Lynx Way Boise, Idaho 83705	5
Stephen Paul Bower	2871 Quercus Avenue Boise, Idaho 83709	5

IN WITNESS WHEREOF, we have hereunto set our hand and seals  
this \_\_\_\_\_ day of \_\_\_\_\_, 1981.

Floyd Bird  
Floyd Bird

Trudi Jo Bird  
Trudi Jo Bird

Stephen P. Bower  
Stephen Paul Bower

STATE OF IDAHO )

County of Ada )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1981, before me a Notary Public  
in and for the said County and State, personally appeared Floyd Bird, Trudi  
Jo Bird, and Stephen Paul Bower, known to me to be persons whose names are  
subscribed to the within instrument, and acknowledged to me that they  
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to this  
certificate the day and year first above written.

\_\_\_\_\_  
Notary Public for Idaho  
Residence: Boise, Idaho  
My commission expires: