

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

SMEM, LTD.

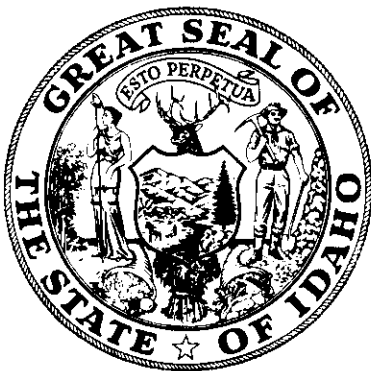
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

SMEM, LTD.

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 December 10, 19 79.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION

OF

SMEM, LTD.

The undersigned, acting as Incorporator under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE ONE  
Name

The name of the corporation is: SMEM, LTD.

ARTICLE TWO  
Purposes

The purposes of the corporation are: to have and to exercise all the powers now or hereafter conferred by the Laws of the State of Idaho upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE THREE  
Duration

The duration of the corporation is perpetual.

ARTICLE FOUR  
Location

The location and post office address of the registered office of the corporation in the State of Idaho is: P.O. Box 996, N. Government Way, Hayden Lake, Idaho 83835. The registered agent is GARY H. PIGMAN, P.O. Box 633, N. Government Way, Hayden Lake, Idaho 83835.

ARTICLE FIVE  
Stocks

The total authorized number of par value shares of stock is 25,000 and the aggregate par value of the shares is TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00). The total authorized number of shares without par value is ZERO (0). The stock of the corporation is all common stock having equal voting rights and preferences.

ARTICLES OF INCORPORATION: 1

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer shall have been reported to the Board of Directors and approved by the Board. The corporation shall have first option to repurchase any stock so offered.

ARTICLE SIX

Incorporator

The name and post office address of the incorporator is:

GARY H. PIGMAN - P.O. Box 633, N. Government Way  
Hayden Lake, Idaho 83835

ARTICLE SEVEN

Initial Directors

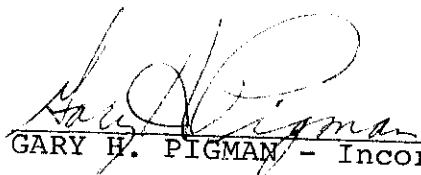
The names and post office addresses of the initial directors is as follows:

CHARLENE SMITH  
P.O. Box 996  
Hayden Lake, ID.  
83835

GEORGE EMMETT  
P.O. Box 996  
Hayden Lake, ID.  
83835

MARILYN SMITH  
Rt. # 2 Box 19A  
Hayden Lake, ID.  
83835

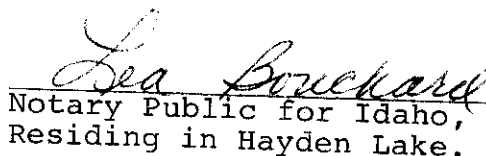
IN WITNESS THEREOF, for the purpose of forming a corporation under the Laws of the State of Idaho, I, the undersigned have personally executed these Articles of Incorporation, in duplicate this 4<sup>th</sup> day of December, 1979.

  
GARY H. PIGMAN - Incorporator

STATE OF IDAHO            )  
                                  )    ss.  
County of Kootenai    )

On this 4<sup>th</sup> day of December, 1979, before me a Notary Public in and for said County and State, personally appeared GARY H. PIGMAN, known to me to be the person whose name is subscribed to the above ARTICLES OF INCORPORATION as Incorporator and he has acknowledged to me that he has executed the same.

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

  
Notary Public for Idaho,  
Residing in Hayden Lake.