

CERTIFICATE OF INCORPORATION
OF

LISTEL 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: **February 3, 1986**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]* _____

ARTICLES OF INCORPORATION

OF

LISTEL CORPORATION

COEUR D'ALENE
IDAHO

28 FEB 2 1975

I, the undersigned, incorporator for the purpose of forming a corporation under and pursuant to Title 30, Chapter 1 of the Idaho Code, do hereby certify the following:

I.

The name of this Corporation shall be:

LISTEL CORPORATION

II.

The duration of this Corporation shall be perpetual.

III.

The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Idaho.

IV.

The location of the registered office of this Corporation in the State of Idaho shall be: 1913 North Fourth Street, Coeur d'Alene, Idaho, and the resident agent at that address is THOMAS J. STUART.

V.

The aggregate number of shares which this corporation shall have the authority to issue is 5,000 shares, with a par value of \$100.00 per share, having an aggregate par value of \$500,000, which shall be known as common stock. This stock, to the extent possible, shall be issued pursuant to the provisions of Sec. 1244 of the Internal Revenue Code.

VI.

The name and address of the incorporator is:

RICHARD W. KOCHANSKY
Attorney at Law
1119 Ironwood Parkway, #300
Coeur d'Alene, ID 83814

VII.

The name and address of the first Board of Directors are as follows:

Thomas J. and Donna J. Stuart
1913 North Fourth Street
Coeur d'Alene, ID 83814

whose terms of office shall continue until the first annual meeting of the shareholders, or until their successors are duly selected and have qualified.

VIII.

All or any portion of these Articles of Incorporation may be amended by the affirmative vote of the holders of a majority of the stock entitled to vote.

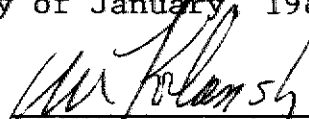
IX.

The management of this corporation shall be vested in a Board of Directors consisting of not less than one or more than five Directors to be elected at the annual meeting of this Corporation.

X.

The officers of this corporation shall consist of a President, Vice-President, Secretary and Treasurer, and any two of the offices except those of President and Secretary, may be held by the same person, unless provided otherwise by law.

IN TESTIMONY WHEREOF, I have hereunto set my hand at the place indicated on the 30th day of January, 1986.



RICHARD W. KOCHANSKY

STATE OF IDAHO)
)ss.
County of Kootenai)

On this 30th day of January, 1986, before me a Notary Public within and for said County, personally appeared RICHARD W. KOCHANSKY to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed.



NOTARY PUBLIC FOR IDAO
RESIDING IN: HAYDEN LAKE, ID.