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CERTIFICATE OF INCORPORATION OF

WOOD RIVER CONSULTING GROUP, 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: August 31, 1990



SECRETARY OF STATE

by: Elizabeth Marala

ARTICLES OF INCORPORATION

OF

WOOD RIVER CONSULTING GROUP, INC.

SECONO OF BURNESS

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

I.

The name of the corporation is Wood River Consulting Group, Inc.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The street and mailing addresses of the initial registered office of the corporation are 260 Northwood Way, Ketchum, Idaho, and P. O. Box 5929, Ketchum, Idaho, 83340 respectively, and the name of its initial registered agent at such addresses is George B. Milam.

V.

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares, all of which shall be common stock with a par value of \$1.00 per share, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is three (3). The names and mailing addresses of the persons who are to serve as directors until the first annual meeting of shareholders to be held on

September 15, 1990 , or until their successors are elected and shall qualify, are:

NAME

MAILING ADDRESS

Alberto Uranga

Post Office Box 2970 Hailey, Idaho 83333

George B. Milam

Post Office Box 5929 Ketchum, Idaho 83340

Larry A. Richards

Post Office Box 2276 790

Walla Walla, WA 99362 Healley Jd 8333

VII.

The names and mailing addresses of the Incorporators

NAME

are:

MAILING ADDRESS

Alberto Uranga

Post Office Box 2970 Hailey, Idaho 83333

George B. Milam

Post Office Box 5929 Ketchum, Idaho 83340

Larry A. Richards

Post Office Box 3376 796

Walla Walla, WA 99362

DATED this 17th day of August, 1990.

Alberto Uranga

Peorge B. Milam

STATE OF IDAHO)
) ss. County of Blaine)
I, Radd Mark Blake , a notary public, do hereby certify that on this 1910 day of August, 1990, personally appeared before me ALBERTO URANGA, who, being by me first duly sworn, declared that he is the Incorporator of WOOD RIVER CONSULTING GROUP, INC., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.
Notary Public for Idaho Residing at No. 100
1/12/91
STATE OF IDAHO)
) ss. County of Blaine)
I, Ruther Maria Restal, a notary public, do hereby certify that on this day of August, 1990, personally appeared before me GEORGE B. MILAM, who, being by me first duly sworn, declared that he is the Incorporator of WOOD RIVER CONSULTING GROUP, INC., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.
Notary Public for Idaho Residing at: 1/1/1/3
STATE OF IDAHO)
County of Blaine)
I, Rub Munoz Blekel, a notary public, do hereby certify that on this / To day of August, 1990, personally appeared before me LARRY A. RICHARDS, who, being by me first duly sworn, declared that he is the Incorporator of WOOD RIVER CONSULTING GROUP, INC., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.

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ARTICLES OF INCORPORATION - 3