



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

TEL-A-BEAM, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day
of **June,** A.D. One Thousand Nine Hundred **Sixty-five** and
will be duly recorded on ~~the~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at

Boise in the County of **Ada.**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **28th** day of **June**,
A.D., 19**65**.

ARNOLD WILLIAMS
Secretary of State

By Deputy Secretary of State.

ARTICLE I. INCORPORATION.

McMINN, IDAHO.

ARTICLE II. NAME AND ADDRESS:

That we, the undersigned, RANDY RAY, RANDY RAYLE, and RANDY RAYFIELD, each having a natural power of will, age, citizens of the State of Idaho and the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and for that purpose we do hereby certify, declare and adopt the following articles of incorporation:

ARTICLE III.

The name of this corporation is and shall be
"T-REX-TRUST, INC."

ARTICLE IV.

The period of time and duration of the life of this corporation shall be perpetual.

ARTICLE V.

The location and address of the registered office of this corporation shall be 312 Front Street, Boise, Ada County, Idaho, until the directors designate a different registered office and post office address.

ARTICLE VI.

The purposes for which this corporation is formed are:

(a) To conduct an employment agency business concerning employment for individuals, corporations and organizations, and providing counseling services in the employment field and the furnishing of both temporary and permanent part-time secretarial, scenographic,

conducting, and carry on business services, including employees of said corporation or agents of this corporation, on an independent basis, or under any other type or kind of arrangement that may from time to time be satisfactory to either prospective employees or prospective employers.

(b) To act as the agent of any person, firm, or corporation, to make contracts with others for the personal services of the person, and in general to do any and all things necessary to fulfill any contract made in the furtherance of the corporate business.

(c) To establish an educational institution in which lessons of both sexes may be taught in person or by correspondence such as branches of useful and practical knowledge as shall fit them for occupations and employment in various fields of enterprise, especially in the business world, including stenography, machine operation, business management, accounting, record keeping, economics, and any other subjects which could aid or assist students in obtaining employment and rendering useful service; to impart instruction and conduct examinations in all subjects taught, and to prepare and generally seal in books, charts, lessons and examination papers, stationery, drawings and school supplies of every class and description.

(d) To purchase, lease, or otherwise acquire and to sell, mortgage, convey by deed of trust or lease real property, whether improved or unimproved, or any interest therein in any state or territory of the United States or foreign country.

(e) This corporation shall have power to borrow or raise money without limit as to amount by the issue of open warrants, bonds, debentures, and other negotiable or transferable instruments, or other obligations of the corporation, and to secure the payment of any such obligations by mortgage, pledge, trust, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property of the corporation whenever situated, whether real or personal, or otherwise designated.

(f) This corporation shall have power to acquire the whole or part, goodwill, franchises and property of any person, partnership, or corporation engaged in business similar to that for which this corporation is formed and shall have the power to pay for the same in cash or in the stock or bonds of this corporation.

(3) To purchase or hold, take, receive, mortgage or otherwise acquire real estate and property, and any interest therein; to own, hold, control, maintain, manage and derive all rents, and to collect, construct, maintain, or file, operate and control any building, plant, hall or land or by the corporation, and to sell, lease, sublet, mortgage, exchange, assign, transfer, convey, pledge or otherwise dispose of or dispose of any and all interest of property, or any and all therein.

(4) To own, hold, or manage or any of the property of the corporation, and to secure the same by mortgages, pledges, hypothec, or the issuance of bonds or otherwise secure any pledges, bonds or titles or mortgages upon the whole or any part of the property. To have and make all donations of property by sale, grant, devise or otherwise.

(5) To purchase, hold, take, receive, and own property of any individual, partnership or corporation for a living benefit, and to make all that he, contracts and engagements.

(6) To sue as plaintiff, defendant, litigant, and to be, witness or witness, or in other capacities or titles or positions he may be required to be, and similarly to corporations or associations to acquire, prosecute and execute understandings, businesses, and enterprises of the same general type as herein provided for in Idaho and elsewhere.

(7) To purchase, hold, sell, assign, transfer, mortgage or otherwise dispose of the capital stock of this or any other corporation or corporation, association or corporation of the state of Idaho or any other state, territory, or country and while owner or other stock to exercise all of the rights, powers and privileges of ownership, including the right to vote thereon.

(8) To enter into and make all necessary contracts for the welfare of any person, entity, partnership, association, corporation, committee or foreign, or of any political or administrative subdivision, or department thereof, and to purchase and carry out, assign, cancel, or rescind any such contracts.

(a) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers herein set forth either alone or associated with others, and to such extent as a corporation organized under the laws of the state of Idaho may lawfully do, to do, either as principal or agent, all and everything necessary, suitable, convenient or proper for or in connection with or incident to the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated and in general to do any and all things which a corporation may do.

That the purposes and powers specified in the clauses contained in this article are to be construed both as purposes and powers and shall except when otherwise expressed in this article, be no wise limited or restricted by reference to or inference from the terms of any other clause of this, or of any other articles of this certificate, but each of the purposes and powers specified in this article shall be regarded as independent purposes and powers; and the specification herein contained of particular powers is not intended to be, and shall not be held to be, in limitation of the general powers herein contained, or in limitation of the powers granted to corporations under the laws of the state of Idaho, but is intended to be, and shall be held to be, in accordance therewith.

ARTICLE VI

The capital stock of this corporation shall be \$2,000.00, divided into 2,000 shares of the par value of \$1.00 per share, and all of said stock shall be non-assessable common stock with equal voting and other rights and privileges.

ARTICLE VII

The Board of Directors of this corporation shall consist of at least a chair and not more than ten members, the number to be designated by the by-laws consistent with this article, and all of the powers of this corporation are hereby conferred upon such body, provided no individual may be lawfully seated for and exercised by such body of Directors.

ARTICLE VIII

There shall be the following officers elected annually, whose powers, duties, removal, resignation, replacement and

general authority shall be designated and granted by the By-laws of this corporation:

- (a) President
- (b) Vice President
- (c) Secretary
- (d) Treasurer

None of said officers except the President need be a director, and a vice president who is not a director cannot succeed to, or fill the office of the president. The offices of manager and treasurer may be combined in one person.

Such other officers and agents as may be necessary for the business of the corporation may be appointed by the Board of Directors for the number specified by the By-laws.

RECORDED IN BOOK

The directors of the corporation shall annually set apart on the first day of January, the sum of one thousand dollars, and the following are the names and residences of each of the incorporators of the said stock in this corporation:

NAME	ADDRESS	STREET	CITY
Frank W. Tamm	County Court House	1	Albion
Police, Albion			
Frank W. Tamm	1127 University	1	Albion
Police, Albion			
Frank W. Tamm	1127 University	1	Albion
Police, Albion			

RECORDED IN BOOK

The directors of the corporation have power in their discretion to receive from the public for each year such amounts of money as they may deem necessary and advisable for the purpose of purchasing, holding, and so managing, holding capital in the business of the corporation, and they may employ and

for which funds have the purpose of carrying on the business operations of the corporation or to purchase its own stock, or to purchase stocks, bonds, and other obligations of other corporations which it is authorized by law to purchase.

ARTICLE II

No contract or transaction entered into by the corporation shall be affected if it is known that a director or officer of the corporation is personally interested in it, and at the meeting of the Board of Directors making, authorizing, or confirming such contract or transaction the interested director disclosed his interest therein and refrains from voting on such contract or transaction, and such contract or transaction is adopted or ratified by a majority of a quorum of directors present.

ARTICLE III

This corporation shall have power to conduct business in any state or foreign country, and to maintain offices therein, subject to the laws of such jurisdiction.

... the undersigned, do hereby adopt and file the articles of incorporation in accordance with the laws of the State of Idaho, and do hereby certify that the facts herein set forth are true, and do respectively each agree to take the number of shares of stock hereinabove set forth opposite our respective names.

IN WITNESS WHEREOF, we have hereunto set our hands and seals to this instrument, which is executed in triplicate, this 1st day of June, 1975.

Wanda Board (S.A.L)

Wanda Cate (L.L.C)

Wanda Nichols (C.C.N)

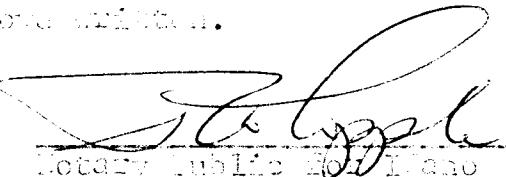
STATE OF IDAHO

36.

WILLIAM H. COOK

In this 28th day of June, 1975, before me, the undersigned, a Notary Public in and for said State, personally appeared William H. Cook, William A. Bell and John H. Miller, known to me to be the persons whose names are subscribed to the within instrument and who are deputed to me this day execute the same.

In testimony whereof, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first aforesaid written.


Notary Public No. 1100

Residing at Boise, Idaho