

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho **JUN 29 PM 4 48**
Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is IBX, Inc.

2. The name which it shall use in Idaho is IBX, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is June 20, 1984 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

1 East 1st Street, Reno, Washoe County, Nevada 89501

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 3653 Rickenbacker Drive
Boise, Idaho 83705, and the name of its proposed registered agent in Idaho at that address is Larry L. Leach

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

All lawful business activity

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Larry L. Leach	Director President	3653 Rickenbacker Dr., Boise, ID 83705
Stan Kirkpatrick	Vice President for Marketing & Secretary	Boise, ID 83705
Rande Leonard	Vice President for Finance & Treasurer	3653 Rickenbacker Dr., ID 83705
Tom Lief	Director	Marina Del Rey, CA 90291

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
10,000,000	Common	1/10th of a cent

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
None		

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: June 29, 1984

IBX, Inc.

By Larry L. Leach
Its President Vice President (please specify)

and Stan K. Kapatrich
Its Secretary Assistant Secretary (please specify)

STATE OF Idaho)
)ss
COUNTY OF Ada)

I, the undersigned, a notary public, do hereby certify that on this 29 day of June, 19 84, personally appeared before me Larry L. Leach, who being by me first duly sworn, declared that he is the President of IBX, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Craig B. Matern
Notary Public

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

JUN 20 1984

WM. SWACKHAMER SECRETARY OF STATE

Wm. Swackhamer

No. 4260-84

ARTICLES OF INCORPORATION

OF

84 JUN 29 PM 4:48

IBX, Inc.

* * * * *

**SECRETARY OF
STATE**

FIRST. The name of the corporation is

IBX, Inc.

SECOND. Its principal office in the State of Nevada is located at One East First Street, Reno, Washoe County, Nevada 89501. The name and address of its resident agent is The Corporation Trust Company of Nevada, One East First Street, Reno, Nevada 89501.

**SECRETARY OF
STATE**
84 JUN 18 PM 3:49

THIRD. The nature of the business, or objects or purposes proposed to be transacted, promoted or carried on are:

To engage in any lawful activity and to manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

FOURTH. The amount of the total authorized capital stock of the corporation is Ten Thousand Dollars (\$10,000.00) consisting of ten million (10,000,000) shares of

stock of the par value of One tenth of cent (.001) each. '

FIFTH. The governing board of this corporation shall be known as directors, and the number of directors may from time to time be increased or decreased in such manner as shall be provided by the by-laws of this corporation, provided that the number of directors shall not be reduced to less than three (3), except that in cases where all the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three (3) but not less than the number of stockholders.

The names and post-office addresses of the first board of directors, which shall be three (3) in number, are as follows:

<u>NAME</u>	<u>POST-OFFICE ADDRESS</u>
Thomas B. Lief	4139 Via Marina, P.H. 4 Marina Del Rey, CA 90291
Larry L. Leach	3657 Rickenbacker Boise, ID
Stanley K. Kilpatrick	3657 Rickenbacker Boise, ID

SIXTH. The capital stock, after the amount of the subscription price, or par value, has been paid in shall not be subject to assessment to pay the debts of the corporation.

SEVENTH. The name and post-office address of each of the incorporators signing the articles of incorporation are as follows:

<u>NAME</u>	<u>POST-OFFICE ADDRESS</u>
Danny Tiu	800 S. Figueroa Street Los Angeles, CA 90017
Deena West	800 S. Figueroa Street Los Angeles, CA 90017
Mark Shelton	800 S. Figueroa Street Los Angeles, CA 90017

EIGHTH. The corporation is to have perpetual existence.

NINTH. In furtherance, and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

Subject to the by-laws, if any, adopted by the stockholders, to make, alter or amend the by-laws of the corporation.

To fix the amount to be reserved as working capital over and above its capital stock paid in, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

By resolution passed by a majority of the whole board, to designate one (1) or more committees, each committee to consist of one (1) or more of the directors of the corporation, which, to the extent provided in the resolution or in the by-laws of the corporation, shall have and may

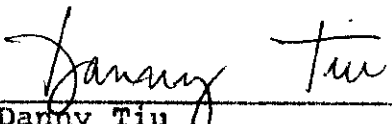
exercise the powers of the board of directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the by-laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors.

When and as authorized by the affirmative vote of stockholders holding stock entitling them to exercise at least a majority of the voting power given at a stockholders' meeting called for that purpose, or when authorized by the written consent of the holders of at least a majority of the voting stock issued and outstanding, the board of directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions as its board of directors deem expedient and for the best interests of the corporation.

TENTH. Meetings of stockholders may be held outside the State of Nevada, if the by-laws so provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Nevada at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation.

ELEVENTH. This corporation reserves the right to amend, alter, change or repeal any provision contained in the articles of incorporation, in the manner now or hereafter prescribed by statute, or by the articles of incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Nevada, do make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands this 19th day of June, 1984.



Danny Tiu



Deena West

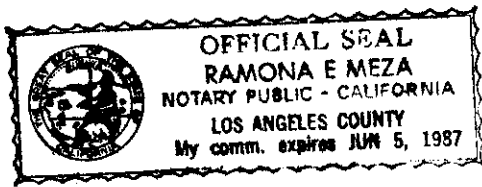


Mark Shelton

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

On this 19th day of June, 1984, before me, a Notary Public, personally appeared Danny Tiu, Deena West and Mark Shelton, who severally acknowledged that they executed the above instrument.



Ramona E. Meza

Ramona E. Meza
Notary Public