

FILED/EFFECTIVE

ARTICLES OF INCORPORATION 2003 JAN -2 AM 8:59

OF

STATE

IDAHO

KELLEY ENTERPRISES, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS: That we, the under-  
signed natural persons of lawful age and citizens of the United  
States, for the purpose of forming a corporation pursuant to the  
provisions of the Idaho Business Corporation Act (Title 30, Idaho Code)  
do hereby certify as follows:

FIRST

The name of the corporation is

KELLEY ENTERPRISES, INCORPORATED

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized  
include the transaction of any or all lawful business for which  
corporations may be incorporated under the Idaho Business Corporation  
Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have  
authority to issue is: 100 Such shares are to  
consist of one class only. The par value of each of such shares  
shall be 1.00, which stocks shall not be issued  
until fully paid for, and once so issued shall be non-assessable.

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FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is:

9925 VALLEY WAY

HAYDEN, ID 83835

The name of the corporation's initial registered agent at such address is: CATHERINE M. KELLEY

EIGHTH

The number of directors constituting the initial Board of Directors is: 2

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME CATHERINE M. KELLEY

ADDRESS 9925 VALLEY WAY, HAYDEN, ID. 83835

NAME ROY L. KELLEY

ADDRESS 9925 VALLEY WAY, HAYDEN, ID. 83835

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NINTH

The names and addresses of all incorporators are:

NAME CATHERINE M. KELLEY

ADDRESS 9925 VALLEY WAY, HAYDEN, ID. 83835

NAME ROY L. KELLEY

ADDRESS 9925 VALLEY WAY, HAYDEN, ID 83835

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

NAME \_\_\_\_\_

ADDRESS \_\_\_\_\_

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s)  
and seal(s) this 16 day of DECEMBER, 2002.

Cath M Kelley  
Incorporator

Roy L. Kelley  
Incorporator

\_\_\_\_\_  
Incorporator

\_\_\_\_\_  
Incorporator

STATE OF IDAHO

County of KOOTENAI )  
 ) ss.

On this 16 day of DECEMBER, 2002.

before me, the undersigned, a Notary Public in and for said state,  
personally appeared

Catherine M Kelley  
Roy L Kelley  
\_\_\_\_\_  
\_\_\_\_\_

known to me to be the person(s) whose name(s) is/are subscribed  
to the within and foregoing instrument, and acknowledged to me  
that (t)he(y) executed the same, and that (t)he(y) was/were (a)  
person(s) of lawful age and citizen(s) of the United States of  
America.

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

Cecil Kelly III  
Notary Public for the State of Idaho

Residing at: Coeur d'Alene

My commission expires: 2003

