

FILED

Dec 31 11 20 AM '97

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
STATE OF IDAHO

GREAT NORTHWEST TECHNOLOGY & SERVICES, INC.

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME OF THE CORPORATION**

The name of the corporation is GREAT NORTHWEST TECHNOLOGY & SERVICES, INC. ("Corporation").

**ARTICLE II
PURPOSES OF THE CORPORATION**

The Corporation may do any acts and perform any business permitted by the Idaho Business Corporation Act.

**ARTICLE III
SHARES**

The aggregate number of shares the Corporation is authorized to issue shall be ten thousand (10,000), all of which shall be common voting stock.

**ARTICLE IV
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**ARTICLE V
VOTING**

IDAHO SECRETARY OF STATE

12/31/1997 09:00
CK: 42094 CT: 20522 BH: 60764

All shareholders are entitled to cumulate their votes for directors.

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**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is First Interstate Center, 877 Main Street, Suite 1000, Boise, Idaho, 83702, and the name of its initial registered agent at such address is Thomas B. Chandler.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the Corporation is two (2) and the names and addresses of the persons who are to serve as the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Stephen W. Doucette	2229 W. State St. Boise, ID 83702
Charlene Moriarity	2229 W. State St. Boise, ID 83702

**ARTICLE VIII
LIMITATION OF LIABILITY**

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

**ARTICLE X
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Michael M. Stoddard	877 West Main Street Suite 1000 Boise, Idaho 83702

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation this 31st day of December, 1997.



MICHAEL M. STODDARD, Incorporator