



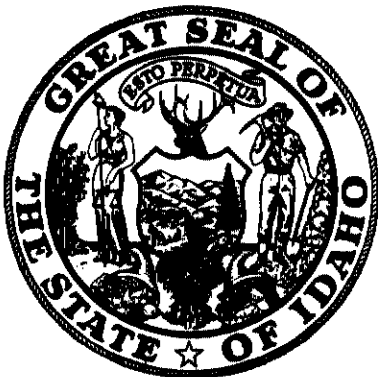
**CERTIFICATE OF INCORPORATION
OF**

HIBNES ENTERPRISES, 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: **January 14, 1992**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Shirley J. Clark*

ARTICLES OF INCORPORATION

OF

HIBNES ENTERPRISES, INC.

APR 14 11 39 AM '92
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, being of full age and a citizen of the United States, has this day voluntarily associated together for the purpose of forming a corporation under the provisions of Idaho Code 30-101 et. seq.:

And hereby certifies in writing:

ARTICLE I

The name of said corporation shall be HIBNES ENTERPRISES, INC.

ARTICLE II

PURPOSES AND POWERS

The purpose for which this corporation is formed is to engage in and conduct all lawful business.

ARTICLE III

DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

ARTICLE IV

REGISTERED OFFICE

Unless and until hereafter changed as permitted by law, the registered office of said corporation in the State of Idaho shall be located in the County of Ada, and the post office address of the registered office of said corporation shall be 2587 So. Maple Grove Road, Boise, Idaho 83709. Robert D. Hibnes shall be the registered agent at the address set forth above.

ARTICLE V

CORPORATE STOCK

A. The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), all of which shall have no par value. All such shares be common voting shares.

B. The relative rights, privileges, and limitations of all shares shall be in all respects identical, share for share.

ARTICLE VI

INCORPORATORS

Following is the name and post office address of the incorporators:

NAME OF INCORPORATOR

ROBERT D. HIBNES

POST OFFICE ADDRESS

2587 So. Maple Grove Road
Boise, ID 83709

ARTICLE VII

MANAGEMENT

A. The business of the corporation shall be managed by a board of up to three (3) directors. If all of the shares of the corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of directors may be less than three (3). Directors need not be shareholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified.


B. The Incorporators listed in Article VI above shall serve as directors until the first meeting of shareholders or until successor director or directors are elected and qualify.

ARTICLE VIII

BY-LAWS

The power to adopt, repeal and amend the By-Laws of the corporation shall be in the stockholders and the By-Laws may be amended, adopted, or repealed by a majority vote of the stock issued and entitled to vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 14
day of January, 1992.

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STATE OF IDAHO }
County of Ada } ss.

I, Debi C. Presher, a Notary Public, do hereby certify that on this 14th day of January, 1992, personally appeared before me Robert D. Hibnes, who, being by me first duly sworn, declared that he is the Incorporator of HIBNES ENTERPRISES, INC., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.

Debi C. Presher
Notary Public for Idaho
Residing at: Boise
Commission expires: 1995