

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PATRICK & ASSOCIATES, 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: July 17, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Valerie Flint

Articles of Incorporation

PATRICK & ASSOCIATES, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation for such corporation: 9 30

Article I.

The name of the corporation is Patrick & Associates, Inc.

Article II.

The period of the corporation's duration is perpetual.

Article III.

The purpose for which the corporation is organized is to conduct real estate investment and sales activity including, but not limited to, hardware sales. The corporation may also engage in any and all other and additional lawful activities of a corporation organized under the Idaho Business Corporation Act.

Article IV.

The aggregate number of shares of common stock, no par value, which the corporation shall have authority to issue is 1,000.

Article V.

There shall be no preemptive rights to acquire shares of the corporation.

Article VI.

There shall be no cumulative voting of shares.

Article VII.

The address of the initial registered office of the corporation is, 3702 E. Pine Hill Dr., Coeur d'Alene, Idaho 83814, and the name of its initial registered agent at such address is Warren H. Patrick.

Article VIII.

The number of directors constituting the initial board of directors of the corporation is two (2) and thereafter as determined from time to time by the by-laws of the corporation. The name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify are:

NAME	ADDRESS
Warren H. Patrick	3702 E. Pine Hill Dr., Coeur d'Alene, ID 83814
Laura Elaine Patrick	3702 E. Pine Hill Dr., Coeur d'Alene, ID 83814

Article IX.

A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law or (iii) for any transaction from which the director derived any improper personal benefit. If the Idaho Business Corporation Act is amended after approval by the stockholders of this article to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Business Corporation Act, as so amended.

Each person who was or is made a party or is threatened to be made a party to or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter a "proceeding"), by reason of the fact that he or she is or was a director, officer or employee of the corporation or is or was serving at the request of the corporation as a director, officer employee or agent of another corporation or enterprise shall be indemnified and held harmless by the corporation to the fullest extent authorized by the Idaho Business Corporation Act.

Any repeal or modification of the foregoing paragraph by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

Article X.

The name, address, and number of shares subscribed by the incorporator is:

NAME and ADDRESS	NUMBER of SHARES
Warren H. Patrick 3702 E. Pine Hill Dr. Coeur d'Alene, Idaho 83854	10

IN WITNESS WHEREOF, the undersigned incorporator has
hereunto affixed his hand and seal _____, 1992.

Warren H. Patrick
Warren H. Patrick

State of Idaho)
County of Kootenai) SS

On July 10, 1992, before me the undersigned, a Notary
Public in and for said county in said state personally appeared
Warren H. Patrick to me known to be the person named in and who
executed the foregoing Articles of Incorporation and who
acknowledged that he executed the same as his voluntary act and
deed.

Lou Ann Strohman
Notary In and For said
County.
My Commission expires 11-23,
1996.

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July 1, 1992-lfv