



CERTIFICATE OF INCORPORATION
OF

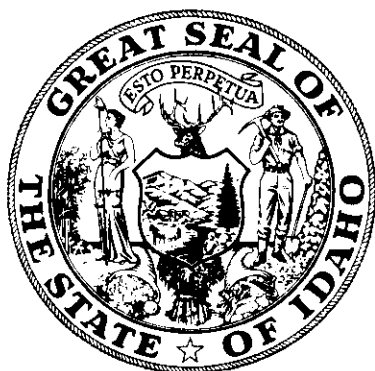
_____ M. R. PRIEST, INCORPORATED _____

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 _____

_____ M. R. PRIEST, INCORPORATED _____,
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 _____ December 11 _____, 19 79 _____.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

M. R. PRIEST, INCORPORATED

Dec 11 3 20 PM '79
SECRETARY OF STATE

We, the undersigned natural persons of full age, all of whom are citizens of the United States acting as incorporators for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation is M. R. Priest, Incorporated.

ARTICLE II

The purpose or purposes for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV.

The address of the initial registered office of the corporation is 515 East Highland Street, Boise, County of Ada, Idaho, and the name of its initial registered agent at such address is Martin R. Priest.

ARTICLE V.

The total authorized numbers of shares is 1,000, each of which has a par value of \$10.00 and the aggregate par value of which is \$10,000. The capital stock of this

corporation after the amount of the subscription price or par value has been paid shall not be subject to assessment to pay debts of this corporation and no stock issued as fully paid shall ever be assessable or assessed.

ARTICLE VI.

The number of directors constituting its initial Board of Directors is 3, and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and shall qualify are:

John W. Sword,	2001 Longmont Boise, Idaho
Martin R. Priest,	120 Highland Boise, Idaho
M. Rodney Priest	220 East Highland Boise, Idaho

ARTICLE VII.

The names and addresses of each of the incorporators and the number of shares subscribed by each are as follows:

<u>Name</u>	<u>Address</u>	<u>Number of Shares Subscribed</u>
John W. Sword	2001 Longmont Boise, Idaho	<u>2</u>
Martin R. Priest	120 Highland Boise, Idaho	<u>2</u>
John D. Priest	504 Warren Boise, Idaho	<u>1</u>
M. Rodney Priest	220 East Highland Boise, Idaho	<u>1</u>

DATED: November 30, 1979.

John W. Sword
John W. Sword, Incorporator

Martin R. Priest
Martin R. Priest, Incorporator

John D. Priest
John D. Priest, Incorporator

M. Rodney Priest
M. Rodney Priest, Incorporator

STATE OF IDAHO)

County of Ada) ss.

I, John L. King, a notary public for
Idaho, hereby certify that on the 30 day of November, 1979,
personally appeared before me John W. Sword, Martin R. Priest,
John D. Priest, and M. Rodney Priest, who being by me first duly
sworn severally declared that they are the persons who signed
the foregoing document as incorporators and that the statements
therein contained are true.

John L. King
Notary Public for Idaho

Residing at Boon, Idaho