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Prepared By:  
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STATE OF IDAHO

**ARTICLES OF INCORPORATION**  
**of**  
**Bell Financial Services, Inc.**

**ARTICLE I**  
**NAME**

The name of the Corporation is Bell Financial Services, Inc.

**ARTICLE II**  
**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III**  
**PURPOSE**

The Corporation is organized for any lawful purpose.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of no-par value common stock, which shall be designated "Common Shares."

ARTICLES OF INCORPORATION OF - Bell Financial Services, Inc. -

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**ARTICLE V  
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any additional stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The following initial director shall serve as director until the first annual meeting of shareholders or until successors be elected and qualify:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Mark K. Bell	132 3 <sup>rd</sup> St. So. Nampa, ID 83651

**ARTICLE VII  
REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE**

1. The Registered Agent is: Mark K. Bell
2. The address of the Registered Office is: 132 3<sup>rd</sup> St. So.  
Nampa, ID 83651
3. The Incorporator is: Christian D. Brown, Esq.  
2399 S Orchard Ste 204  
Boise ID 83705

**ARTICLE VIII  
BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

**ARTICLE IX  
LIMITED DIRECTOR LIABILITY**

The personal liability for a director to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director shall be limited to the fullest extent of the law as provided in Idaho Code Section 30-1-54(2).

**ARTICLE X  
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

**ARTICLE XI  
AUTHORITY**

The initial director named above shall have authority to endorse, cash, deposit and negotiate all checks, cash and negotiable instruments on behalf of the Corporation.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 30 day of January, 2003.

  
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Christian D. Brown