

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

DILLION, BOSCH & DAW, CHARTERED

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: February 18, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Taylor*

**ARTICLES OF INCORPORATION
OF
DILLION, BOSCH & DAW, CHARTERED**

**FEB 18 4 34 PM '93
SECRETARY OF STATE**

The undersigned, a natural person licensed to practice law in the State of Idaho, acting as incorporator under the Idaho Professional Service Corporation Act, adopts the following articles of incorporation:

**ARTICLE I.
NAME OF THE CORPORATION**

The name of the corporation is DILLION, BOSCH & DAW, CHARTERED ("Corporation").

**ARTICLE II.
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III.
PURPOSES OF THE CORPORATION**

The Corporation is organized for the following purposes:

1. To engage in the practice of law and allied professional services.
2. To do any acts and perform any business permitted by the Idaho Professional Service Corporation Act.

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**ARTICLE IV.
SHARES**

The class, aggregate number and par value per share of the shares which the Corporation is authorized to issue are as follows:

CLASS	NUMBER	PAR VALUE PER SHARE
Common	1,000	\$1.00

**ARTICLE V.
OWNERSHIP AND TRANSFER RESTRICTIONS**

Shareholders must be natural persons who are duly licensed or otherwise legally authorized within the state of Idaho to render law or allied professional services. Shareholders may transfer their shares only in compliance with the restrictions of the Idaho Professional Service Corporation Act.

**ARTICLE VI.
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is Dillion, Bosch & Daw, Chartered, 325 W. Idaho St., Boise, Idaho 83702, and the name of its initial registered agent at such address is Lee B. Dillion.

**ARTICLE VII.
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial board of Directors of the Corporation is three and the names and addresses of the persons who are to serve as the initial Directors are:

NAME	ADDRESS
Lee B. Dillion	920 Argyll Drive Boise, Idaho 83702
Allan R. Bosch	2044 Mortimer Drive Boise, Idaho 83712
C.A. Daw	1215 Johnson Street Boise, Idaho 83705

**ARTICLE VIII.
QUALIFICATIONS OF DIRECTORS**

Directors must be natural persons who are duly licensed or otherwise legally authorized within the state of Idaho to render law or allied professional services.


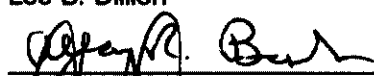
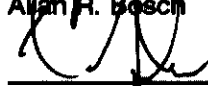
**ARTICLE IX.
INCORPORATOR**

The name and address of each of the incorporators is:

NAME	ADDRESS
Lee B. Dillon	920 Argyll Drive Boise, Idaho 83702
Allan R. Bosch	2044 Mortimer Drive Boise, Idaho 83712
C.A. Daw	1215 Johnson Street Boise, Idaho 83705

SIGNATURES OF INCORPORATORS

Dated: February 12, 1993


Lee B. Dillon

Allan R. Bosch

C.A. Daw