



**CERTIFICATE OF INCORPORATION  
OF**

**MARTIN THOMPSON FINANCIAL SERVICES CORPORATION**

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: **November 20, 1987**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION RECEIVED  
SEC. OF STATE

I/We the undersigned, acting as incorporator(s) of a corporation under the corporation laws of the State of Idaho, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is: Martin Thompson Financial Services Corporation.

SECOND: The period of duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is any legal and lawful.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is 100,000 and the par value of each share shall be no par value.

FIFTH: Cumulative voting shares of stock is authorized.

SIXTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation, if any, are: none.

SEVENTH: The address of the initial registered office of the corporation is Post Office Box 1805, Sun Valley, ID 83353/ 180 First Street Building, Suite 104A, Ketchum, ID 83340 and the name of its initial registered agent at such address is Dorothy J. Martin.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is \_\_\_\_2\_\_\_\_, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Dorothy J. Martin	Post Office Box 1805 Sun Valley, ID 83353
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Roger Martin	Post Office Box 1805 Sun Valley, ID 83353
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NINTH: The name and address of each incorporator is:

Roger Martin	Post Office Box 1805 Sun Valley, ID 83353
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Signed:  \_\_\_\_\_

Signed: \_\_\_\_\_