



CERTIFICATE OF INCORPORATION
OF

BELNAP & COCHELL, 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: August 20, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Mantus*

Aug 20 4 42 PM '87
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

BELNAP & COCHELL, CHARTERED

1. The name of the corporation is Belnap & Cochell,
Chartered.
2. The corporation shall have perpetual duration.
3. The purpose of the corporation is to practice law. The
general nature of the business to be transacted by this
corporation is:
 - a. To engage in every phase and aspect of the business of
rendering the same professional service to the public
that a lawyer duly licensed under the laws of the State
of Idaho is authorized to render, but such professional
services shall be rendered only through officers,
employees, and agents who are duly licensed or otherwise
legally authorized to practice law within the state.
 - b. To own real and personal property necessary or
appropriate for the rendering of the professional
services authorized by these Articles of Incorporation
and to invest the funds of this professional corporation
in real estate, mortgages, stocks, bonds, or any other
type of investment whatsoever.
 - c. To do, either alone or in conjunction with other
corporations, associations, firms, or individuals, all
and everything necessary and proper for the
accomplishment of any of the purposes, the attainment of
any of the objects, or the furtherance of the purposes
and objects enumerated in these Articles of
Incorporation or any amendment thereof, necessary or
incidental to the protection and benefit of this
professional corporation.

The foregoing enumeration of specific purposes or objects
shall not be held to limit or restrict in any manner the purposes

or objects of this professional corporation otherwise permitted by the laws of this State.

4. This corporation hereby elects to be governed by the provisions of the Idaho Rules of Professional Conduct and the corporation and its shareholders shall have all of the powers and shall enjoy all of the rights, privileges, and immunities provided under the Idaho Rules of Professional Conduct, except as changed, restricted or enlarged by the provisions of said Idaho Rules of Professional Conduct.

5. The maximum number of shares that the corporation shall be authorized to have outstanding at any time shall be Ten Thousand (10,000) shares of common stock of the par value of Ten Dollars (\$10.00) per share, and the amount of capital with which the corporation shall begin business shall not be less than One Thousand Dollars (\$1,000.00).

6. The corporation shall be authorized to issue its common stock pursuant to such prior plans as it may from time to time adopt in accordance with the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended, and the Board of Directors of the corporation shall be authorized to adopt the initial plan for the issuance of such common stock at its first organizational meeting.

7. The initial registered office of the corporation shall be located at 711-1/2 West Bannock, Boise, Idaho, and the initial

registered agent of the corporation at such address shall be Perry L. Cochell.

8. The initial Board of Directors shall consist of two members, whose names and addresses are as follows:

NAME	ADDRESS
Perry L. Cochell	10412 Barnsdale Drive Boise, Idaho
Wm. Lyman Belnap	6903 Kingsdale Boise, Idaho

9. The name and address of the incorporator is Perry L. Cochell, 10412 Barnsdale, Boise, Idaho.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation, this 20 day of August, 1987.


Perry L. Cochell

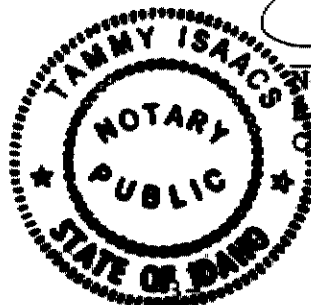
STATE OF IDAHO

COUNTY OF ADA

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) SS.:
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On this 20th day of August, 1987, before me, Tammy Isaacs, a Notary Public in and for said state, personally appeared PERRY L. COCHELL, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he subscribed the within and foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.




Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires 2/19/93