

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

S & P ENTERPRISES, INC.
File number C 106054

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: April 22, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ana Sipe*

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 10404 SECRETARY OF STATE

ARTICLES OF INCORPORATION
 OF
 S & P ENTERPRISES, INC.

THE UNDERSIGNED, acting as Incorporators of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is:

S & P ENTERPRISES, INC.

SECOND

The period of its duration is perpetual.

THIRD

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

FOURTH

The aggregate shares which the corporation shall have authority to issue is 500,000 shares of non-assessable Common Stock with a par value of \$1.00 per share.

FIFTH

Provisions denying preemptive rights are: NONE.

SIXTH

Provisions for the regulation of the internal affairs of the corporation are: NONE.

SEVENTH

The initial address of the registered office of the

ARTICLES OF INCORPORATION OF @, p-1

corporation is: 1442 W. Bannock Boise, Idaho 83702

and the name of the initial registered agent at such address is:
Gordon S. Nielson.

EIGHTH

The principal place of business of the corporation is: 1442 W.
Bannock Boise, Idaho 83702.

NINTH

The number of directors constituting the initial Board of
Directors is one (1), 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:

NAME	ADDRESS
Steven Anderson	P.O. Box 731 Boise, Idaho 83701

TENTH

The number of directors shall be no less than one (1) nor more
than seven (7).

ELEVENTH

The private property of the stockholders of the corporation
shall not be subject to the payment of corporate debts to any
extent whatever, and the shares of the corporation shall not be
subject to assessment for the purposes of paying expenses,
conducting business, or paying debts of the corporation.

DATED this 20th day of April 1994.


Steven Anderson