

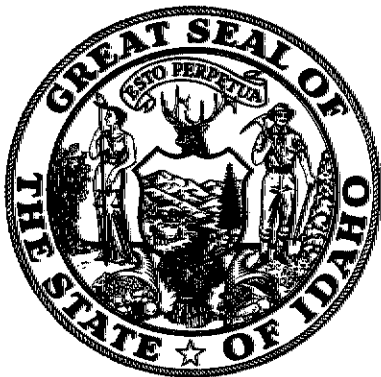
**CERTIFICATE OF INCORPORATION
OF**

THOMAS E. ATKIN, INC.

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: June 10, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by *Sandra Matthews*

ARTICLES OF INCORPORATION

OF

THOMAS E. ATKIN, INC.

* * * * *

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SEC. OF STATE
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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural citizens of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be "Thomas E. Atkin, Inc."

ARTICLE II

The Corporation's purposes are:

(1) To carry on any business whatsoever this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to have and to exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with

other persons, firms associations or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in nowise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The location and post office address of the Corporation's registered office in this state shall be: 122 Third Avenue North, P. O. Box 1278, Twin Falls, Idaho 83301. That Thomas Condie shall be the registered agent, whose address is 122 Third Avenue North, P. O. Box 1278, Twin Falls, Idaho, 83301.

ARTICLE V

The total number of shares which the Corporation is authorized to issue is 1,000 shares. Said shares shall have no par value

ARTICLE VI

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Thomas E. Atkin	1228 Evergreen, Logan, UT	100
Marsha Atkin	1228 Evergreen, Logan, UT	100

The above named incorporators shall also be the initial Directors.

ARTICLE VII

(1) The Board of Directors shall consist of two (2) Directors. During the term of their office, or thereafter, the number of Directors shall be increased or decreased from time to time as provided by the By-Laws; provided, however, that the Board of Directors shall not be more than five (5) nor less than two (2) unless all of the shares of the Corporation are owned beneficially or of record by (1) stockholder, in which case the number of Directors may be less than two (2) but not less than the number of stockholders.

The names and addresses of the persons who are to serve as Directors until the first annual meeting of share-

holders or until their successors shall be elected and qualified are as follows:

Thomas E. Atkin, 1228 Evergreen, Logan, UT
Marsha Atkin, 1228 Evergreen, Logan, UT

ARTICLE VIII

The power to appeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the Directors, as well as on the shareholders, to be exercised by such vote of the Directors or of the allotted shares, as the case may be; provided, however, not less than a majority thereof as may be fixed by the By-Laws.

ARTICLE IX

The authorized and treasury stock of this corporation may be issued at such time, upon such terms and conditions and for such consideration that the Board of Directors shall determine.

ARTICLE X

No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of the capital stock of such corporation is owned by the corporation, and no act of the corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any Director individually may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and any Director of the corpora-

tion who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors or the company which shall authorize such contract or transaction and may vote thereon to authorize such contract or transaction with like force and effect as if he were not such Director or officer of such other corporation and not so interested.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 11 day of May, 1987.

Thomas E. Atkin
THOMAS E. ATKIN
Marsha Atkin
MARSHA ATKIN

STATE OF UTAH)
County of Cache) ss.

On this 11 day of May, 1987, before me,
Barbara Hoffman, a Notary Public in and for said State,
personally appeared THOMAS E. ATKIN known to me (or proved to
me on the oath of _____) or identified to me to
be the person whose name is subscribed to the foregoing instru-
ment 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.

Barbara Hoffman
Notary Public for State of Utah
Residing at Ligon, Utah
Commission Expires 11-3-89