

State of Idaho

Department of State

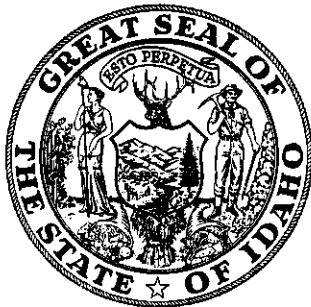
CERTIFICATE OF INCORPORATION OF

GENESIS FINANCIAL, 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: March 1, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl R. White*

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ARTICLES OF INCORPORATION
OF

GENESIS FINANCIAL, INC.

Aug 1 9 51 AM '93
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That Bruce M. Perry, the undersigned, being a natural person of legal age and a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, does hereby certify as follows:

I.

Name

The name of the corporation shall be Genesis Financial, Inc.

II.

Registered Office

The location and post office address of the registered office of the corporation shall be Suite 700, 877 West Main, Boise, Idaho 83702.

III.

Registered Agent

The name of the registered agent of the corporation is Bruce M. Perry.

IV.

Duration

The period of existence and duration of the corporation shall be perpetual.

V.

Corporate Purpose

The purpose for which the corporation is organized shall be the transaction of any and all lawful business for which corporations may be incorporated under the laws of Idaho.

VI.

Authorized Capital Stock

The corporation shall have 10,000 shares of common stock with a par value of \$1.00 per share, for a total capitalization of \$10,000.00. Each share shall have the same rights, privileges and voting power and shall be non-assessable.

VII.

Incorporator

The name and post office address of the incorporator are as follows:

<u>Name</u>	<u>Post Office Address</u>
Bruce M. Perry	Suite 700 877 W. Main Boise, Idaho 83702

VIII.

Director

There shall be one (1) director of the corporation, but the number of directors may be increased or decreased from time to time as provided by the bylaws. The name and post office address of the initial director, named by the incorporator, are as follows:

Name
Bruce M. Perry

Post Office Address
Suite 700
877 W. Main
Boise, Idaho 83702

The initial director shall serve until the first election of directors.

IX.

Bylaws

The Board of Directors, by a majority vote, shall have the power to adopt bylaws, and to repeal and amend bylaws.

IN WITNESS WHEREOF, the undersigned incorporator of said corporation has executed these Articles of Incorporation this 1st day of March, 1993.



Bruce M. Perry

09/wbnp