ORIGINAL

FILE ... ECTIVE

# ARTICLES OF INCORPORATION 10 AUG 17 AM 8: 34 OF STATE OF TOATION

# HAUGHEY VALIDATION SERVICES, INC.

## ARTICLE I: NAME.

The name of the corporation shall be Haughey Validation Services, Inc. (the "Corporation").

# ARTICLE II: DURATION.

The period of duration shall be perpetual.

## ARTICLE III: PURPOSES.

The purposes for which the Corporation is organized shall be conducting the business of business validation services, and shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

# ARTICLE IV: AUTHORIZED SHARES.

The aggregate number of shares of which the Corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, without nominal or par value.

**U8/17/2000 09:00** CK: 19516 CT: 118737 BH: 341858

1 8 100.00 = 100.00 CORP # 2

0135239

ARTICLES OF INCORPORATION - 1

#### ARTICLE V. GOVERNMENT.

The internal affairs of the Corporation shall be governed by the duly-adopted bylaws of the Corporation.

# ARTICLE VI: REGISTERED OFFICE AND AGENT.

The address of the Corporation's initial registered office shall be 426 Alpine Place, Sandpoint, Idaho 83864, with a mailing address of P. O. Box 3083, Sandpoint, Idaho 83864; the name of the Corporation's initial registered agent at such address is Jeffrey E. Haughey.

#### ARTICLE VII: INITIAL BOARD OF DIRECTORS.

The number of directors constituting the initial Board of Directors shall be one (1); the name and address of the person who is to serve as Director until his successor be elected and qualified, are Jeffrey E. Haughey, P.O. Box 3083, Sandpoint, Idaho 83864.

#### ARTICLE VIII: INCORPORATOR.

The name of the incorporator is Jeffrey E. Haughey, and the address of the incorporator is P.O. Box 3083, Sandpoint, Idaho 83864.

### ARTICLE IX: INDEMNIFICATION.

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended; provided, however, that in the case of any such amendment, ARTICLES OF INCORPORATION - 2

only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment.

#### ARTICLE X: LIMITATION OF LIABILITY

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duties, except liability for: (A) The amount of financial benefit received by a director to which the director is not entitled; (B) An initial infliction of harm on the Corporation for the stockholders; (C) A violation of Idaho Code Section 30-1-833 (liability for unlawful distributions); or, (D) An intentional violation of criminal law.

DATED: August \_\_\_\_\_, 2000.

HAUGHEY VALIDATION SERVICES, INC.

BY: Jeffrey E. Haughay

Jeffrey E. Haughey, Incorporator