

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

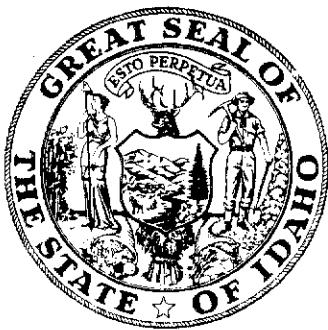
CIRCLE "C" PARTNERS, INC.

File number C 117547

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: December 23, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alta Sibley*

0 :#
000.00 = 100.00
CORP
CL #: 1011 CUST# 73736
DATE 12/24/1996 0900 49539
IDAHO SECRETARY OF STATE

DEC 23 2 11 PM '96
STATE OF IDAHO
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION OF CIRCLE "C" PARTNERS, INC.

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following articles of incorporation:

ARTICLE I. NAME OF THE CORPORATION

The name of the corporation is Circle "C" Partners, Inc.

ARTICLE II. DURATION

The Corporation shall have perpetual existence.

Article III. PURPOSE OF THE CORPORATION

The Corporation is organized for the following purposes:

1. To make general investments in legitimate businesses for profit.
2. To do any acts and perform any business permitted by the Idaho Business Corporation Act.

ARTICLE IV. SHARES

The class, aggregate number and par value per share of the shares which the Corporation is authorized to issue are as follows:

<u>Class</u>	<u>Number</u>	<u>Par Value Per Share</u>
Common	1000	Zero--No value

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation 301 First Street, Suite 920, Coeur d'Alene, Idaho 83814. The mailing address is P.O.Box

2066 Coeur d'Alene, Idaho 83816. The name of its initial registered agent, James B. Crowe, Esq., is located at above address.

ARTICLE VI.
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of the Corporation is two and the names and addresses of the persons who are to serve as the Initial Directors are:

NAME	ADDRESS
James B. Crowe, Esq.	301 First Street, Suite 920, Coeur d'Alene Idaho 83814.
Carolyn A. Crowe	301 First Street, Suite 920, Coeur d'Alene Idaho 83814

ARTICLE VII.
INCORPORATOR

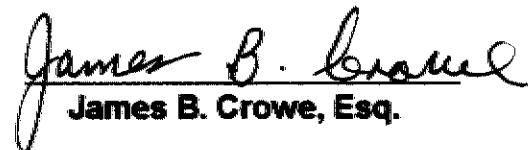
The name and address of the Incorporator is :

NAME	ADDRESS
James B. Crowe, Esq.	301 First Street, Suite 920, Coeur d'Alene, Idaho 83814.

The mailing address is P.O.Box 2066 Coeur d'Alene, Idaho 83816.

SIGNATURE OF INCORPORATOR

Dated: December 12, 1996



James B. Crowe, Esq.