

ARTICLES OF INCORPORATION

OF

FINANCIAL SERVICES NETWORK, INC.

**FILED**  
Nov 18 12 26 PM '97

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, acting as incorporators of **FINANCIAL SERVICES NETWORK, INC.** a corporation under the Idaho Business Incorporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is:

**FINANCIAL SERVICES NETWORK, INC.**

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

- 1.To solicit and sell insurance.
- 2.To carry on any other kind of business or business activities that the Board of Directors may from time to time deem to be advisable or proper in connection with the business.
- 3.To purchase, lease, own, sell, mortgage, sublease, and otherwise acquire lands, buildings, easements or property, real and personal, which may be requisite for the purposes or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises and assets of every kind and the liabilities of any

IDAHO SECRETARY OF STATE

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person, firm, association, or corporation, either wholly or in part, and to pay for the same in cash, stocks or bonds of the corporation, or otherwise.

4. To transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>	<u>AGGREGATE</u>
Common	20000	1.00	20,000

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation is 214 South Cole Road, Boise, Idaho 83709, and the name of the initial registered agent at such address is Keith Oxford.

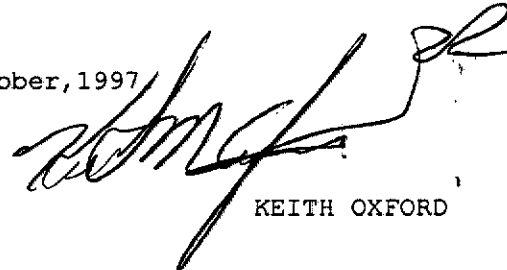
EIGHTH: The number of directors constituting the initial board of directors of the corporation is Three (3). This number may be changed by the Bylaws of the corporation, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Keith Oxford	18945 Middleton Rd. Nampa, Id 83687
George Wadsworth	9581 West Old Mill Drive Boise, Id 83709
John E. Smith	4089 South Riva Ridge Boise, Id 83709

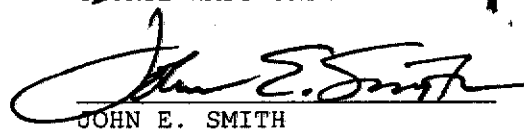
NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Keith Oxford	18945 Middleton Rd. Nampa, Id 83687
George Wadsworth	9581 West Old Mill Drive Boise, Id 83709
John E. Smith	4089 South Riva Ridge Boise, Id 83709

DATED this 24 day of October, 1997

  
KEITH OXFORD


  
GEORGE WADSWORTH

  
JOHN E. SMITH

STATE OF IDAHO       )  
                              ) ss.  
County of Ada        )

On this 24<sup>th</sup> day of October, 1997, before me, the undersigned, a Notary Public in and for the said County and State, personally appeared Keith Oxford, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

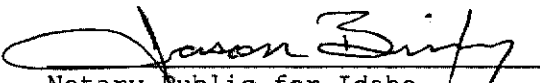
IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year in this certificate first above written.

  
Notary Public for Idaho  
Residing at BOISE, Idaho  
My Commission expires: 4-14-2000

STATE OF IDAHO       )  
                              ) ss.  
County of Ada        )

On this 24 day of October, 1997, before me, the undersigned, a Notary Public in and for the said County and State, personally appeared George Wadsworth, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

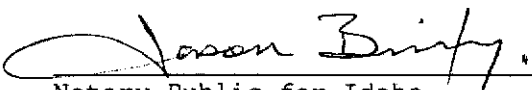
IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal the day and year in this certificate first above written.

  
Notary Public for Idaho  
Residing at BOISE, Idaho  
My Commission expires: 4-14-2000

STATE OF IDAHO       )  
                              ) ss.  
County of Ada        )

On this 24 day of October, 1997, before me, the undersigned, a Notary Public in and for the said County and State, personally appeared John E. Smith, known to me to be the person whose name is subscribed to the foregoing instrument 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.

  
Notary Public for Idaho  
Residing at BOISE, Idaho  
My Commission expires: 4-14-2000