

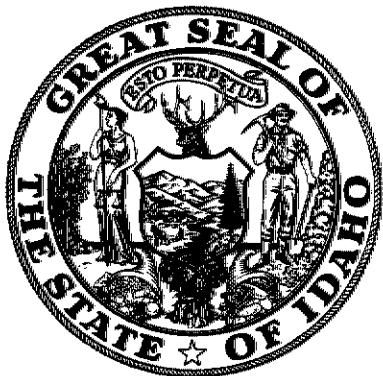
**CERTIFICATE OF INCORPORATION  
OF**

**BLAKE & ASSOCIATES, 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.

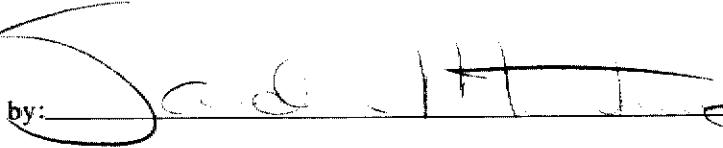
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **May 18, 1987**



  
**Pete T. Cenarrusa**

**SECRETARY OF STATE**

by: 

ARTICLES OF INCORPORATION  
OF  
BLAKE & ASSOCIATES, INC.

65

The undersigned, acting as the incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: That the name of the corporation is:

BLAKE & ASSOCIATES, INC.

SECOND: That the period of its duration is perpetual.

THIRD: That the purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: That the aggregate number of shares which the corporation shall have authority to issue is two hundred thousand (200,000), all of one class, common voting stock of a par value of \$2.00 par value per share. None of such stock shall be subject to assessment.

FIFTH: That the address of the initial registered office of the corporation is 357 West Fir, Shelley, Idaho 83274; that the name of its initial registered agent at such address is: Merril T. Blake.

SIXTH: The Shareholders of the corporation may, from time to time, distribute to themselves out of capital surplus of the

corporation a portion of its assets, in cash or property, subject to the following provisions:

(a) No such distribution shall be made at a time when the corporation is insolvent or when such distribution would render the corporation insolvent;

(b) No such distribution shall be made unless it is authorized by the affirmative vote of the holders of a majority of the outstanding shares.

(c) Each such distribution, when made, shall be identified as a distribution from capital surplus and the amount per share disclosed to the Stockholder receiving the same concurrently with the distribution thereof.

SEVENTH: That the number of Directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Stockholders or until their successor is elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Merril T. Blake	1149 East 1250 North Shelley, Idaho 83274
Wanda M. Blake	1149 East 1250 North Shelley, Idaho 83274
Arden Anderson	1112 East 1250 North Shelley, Idaho 83274

EIGHTH: That the names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Merril T. Blake	1149 East 1250 North Shelley, Idaho 83274
Wanda M. Blake	1149 East 1250 North Shelley, Idaho 83274
Arden Anderson	1112 East 1250 North Shelley, Idaho 83274

Dated this 11th day of May, 1987.

Merril T. Blake  
Merril T. Blake

Wanda M. Blake  
Wanda M. Blake

Arden Anderson  
Arden Anderson

STATE OF IDAHO )  
County of Bingham ) ss.

ON THIS 11<sup>th</sup> day of May, 1987, before me, Trudy Wright,  
a Notary Public in and for said State,  
personally appeared MERRIL T. BLAKE and WANDA M. BLAKE, known to  
me to be the persons whose names are subscribed to the within and  
foregoing instrument, and acknowledged to me that they 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: 2300 N. 13th Street  
Commission Expires: 7-5-91

STATE OF IDAHO )  
 ) ss.  
County of Bingham )

ON THIS 11<sup>th</sup> day of May, 1987, before me, Trudy Wright, a Notary Public in and for said State, personally appeared ARDEN ANDERSON, known to me to be the person whose name is subscribed to the within and 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: *110 N. 1st Street*  
Commission Expires: *3-5-71*