



CERTIFICATE OF INCORPORATION
OF

S & F, INC.

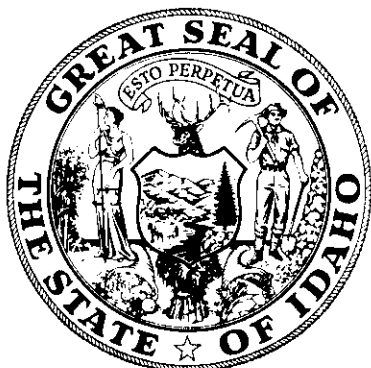
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

S & F, INC.

, 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: *October 28, 1981*



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
S & F, INC.

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SECRETARY OF

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the General Corporation Laws of the State of Idaho and the Acts Amendatory thereof and supplemental thereto, do hereby certify as follows:

ARTICLE I

That the name of the corporation shall be S & F, INC.

ARTICLE II

The corporation is to have perpetual existence.

ARTICLE III

The purposes for which the corporation is organized are to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the General Corporation Laws of said State, or any act amendatory thereof or supplemental thereto or substituted therefore; provided, however, that nothing contained herein shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which a corporation formed under the act hereinbefore referred to, may not at the time lawfully carry on or do.

ARTICLE IV

The corporation shall have authority to issue TWO HUNDRED (200) shares, all such shares to be of one class of common stock, and are to be of a par value of FIFTY CENTS (\$.50) per share.

ARTICLE V

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

ARTICLE VI

The number of directors of the corporation shall be as specified in the By-laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the By-laws.

ARTICLE VII

Stockholders of the corporation shall have preemptive preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or any obligations issued by the corporation shall first be offered to the stockholders of the corporation.

VIII

The address of the initial registered office of the corporation shall be 601 West Hays Street, Suite 11, Boise, Idaho 83702, and the name of the registered agent at such address shall be Robert J. Elgee.

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ARTICLE IX

The number of directors constituting the initial board of directors shall be two (2), 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 shall be elected and qualify shall be as follows:

Steve D. Anderson
623 19th Ave. South
Nampa, Idaho 83651

Fred L. Scott
Route 6, Box 210
Caldwell, Idaho 83605

ARTICLE X


The names and Post Office addresses of the incorporators are as follows:

Steve D. Anderson
623 19th Ave. South
Nampa, Idaho 83651

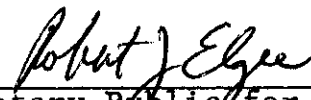
Fred L. Scott
Route 6, Box 210
Caldwell, Idaho 83605

EXECUTED this 27th day of ^{October}~~September~~, 1981.


Steve D. Anderson


Fred L. Scott

SUBSCRIBED AND SWORN to before me this 27th day of ^{October}~~September~~, 1981.


Notary Public for Idaho
Residence: Boise, Idaho
Commission Expires: 2/1/83