

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

RED APPLE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of RED APPLE, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to RED APPLE, INC. to transact business in this State under the name RED APPLE, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: August 24, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Reivers*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is RED APPLE, INC

2. The name which it shall use in Idaho is RED APPLE, INC

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of OREGON

4. The date of its incorporation is July 19, 1988 and the period of its duration, if other than perpetual, is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is
555 SW 4th Avenue, Ontario, Oregon 97914

6. The address to which correspondence should be addressed, if different than Item 5, is
PO Box 7308, Boise, Idaho 83707

7. The street address of its proposed registered office in Idaho is 300 North 6th St, Boise, Idaho, and the name of its proposed registered agent in Idaho at that address is ROGER H. FLEENOR

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
General office for accounting functions for company.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
ROGER H. FLEENOR	PRESIDENT	PO BOX 7308, Boise, Idaho 83707
SUMI AONO	SEC-TREAS	PO BOX 7308, Boise, Idaho 83707

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

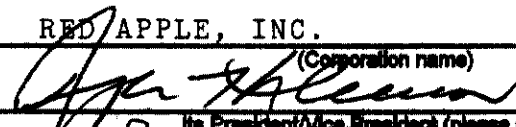
11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: July 26, 1993

RED APPLE, INC.


(Corporation name)

By



Its President/Vice President (please specify)

and



Its Secretary/Assistant Secretary (please specify)

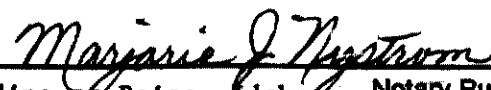
STATE OF Idaho)

) ss:

COUNTY OF Ada)

I, the Undersigned, a notary public, do hereby certify that on this 26th day of July, 19 93, personally appeared before me ROGER H. FLEENOR, who being by me first duly sworn, declared that (s)he is the PRESIDENT of RED APPLE, INC.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.


Residing at Boise, Idaho

Notary Public My commission expires 7/20/99



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Office of the Secretary of State Corporation Division

I, **Danet Sullivan**, *Director of the Corporation Division*,

DO HEREBY CERTIFY:

RED APPLE, INC. was incorporated under the Oregon Business Corporation Act on July 19, 1988 and is an existing corporation on the records of the Corporation Division as of the date of this certificate.

Danet Sullivan

Director

By

Date

Ruth A. McMillon
July 28, 1993