

ARTICLES OF INCORPORATION

FILED

To the Secretary of the State of Idaho

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 10, Idaho Code, submits the following articles of incorporation:

SECRETARY OF STATE
STATE OF IDAHO

- Article 1: The name of the corporation shall be **Arrowrock Software Corporation**.
- Article 2: The number of shares the corporation is authorized to issue is 1,000,000 shares of no par value.
- Article 3: The street address of the registered office is:

3783 Ticonderoga Way
Boise, ID 83706

and the registered agent at such address is Martin Danner.

- Article 4: The name and address of the incorporator are:

Martin Danner
3783 Ticonderoga Way
Boise, ID 83706

- Article 5: The nature of the business and, the objects and purposes proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act.
- Article 6: All of the corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than thirty (30) persons.
- Article 7: All of the issued stock of all classes shall be subject to one or more of the restrictions on transfer permitted by the Idaho Business Corporation Act.
- Article 8: The corporation shall make no offering of any of its stock of any class which would constitute a "public offering" within the meaning of the United States Securities Act of 1933, as it may be amended from time to time.
- Article 9: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

Signature of the incorporator:



Martin Danner

IDAHO SECRETARY OF STATE

01/02/1998 09:00
CK: 1204 CT: 91982 BH: 69391

1 @ 100.00 = 100.00 CORP

C122258