

# State of Idaho

## Department of State

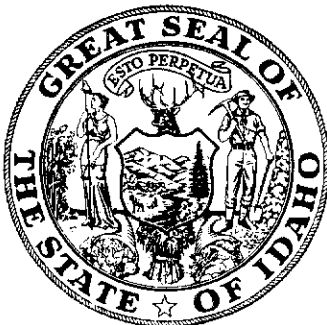
### CERTIFICATE OF INCORPORATION OF

SOFTWARE QUALITY TECHNOLOGIES, INCORPORATED  
File number C 115931

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: July 31, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Seiko*

**ARTICLES OF INCORPORATION  
OF  
SOFTWARE QUALITY TECHNOLOGIES, INCORPORATED**

**JUL 31 10 14 AM '96**

**SECRETARY OF STATE  
STATE OF IDAHO**

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

**Article I  
Corporate Name**

The name of the corporation is Software Quality Technologies, Incorporated.

**Article II  
Duration**

The duration of the corporation is perpetual.

**Article III  
Purposes**

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**Article IV  
Authorized Capital**

The aggregate number of shares which the corporation shall have authority to issue is ten million (10,000,000) shares of a single class of Common Stock without par value. All stock shall be non-assessable.

**Article V  
Preemptive Rights**

No holder of shares of stock shall have any preemptive right to subscribe to or purchase any additional shares or securities of the corporation of any nature.

**IDAHO SECRETARY OF STATE  
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**Article VI**  
**Governance**

The internal affairs of the corporation shall be governed by the corporation bylaws in a manner consistent with the provisions of these Articles of Incorporation and the Idaho Business Corporation Act.

**Article VII**  
**Registered Office and Registered Agent**

The address of the initial registered office of the corporation is 4265 North Liesel Lane, Suite 2, Boise, Idaho 83704. The name of the initial registered agent at such address is Thomas M. Irons.

**Article VIII**  
**Board of Directors**

The Board of Directors shall consist of at least two (2) and not more than seven (7) members. The names and addresses of the persons who are to serve as the Board of Directors of the corporation until the first Annual Meeting of the Shareholders, or until their successors are elected and shall qualify are:

Thomas M. Irons, 4265 North Liesel Lane, Boise, Idaho 83704  
Anita Irons, 4265 North Liesel Lane, Boise, Idaho 83704

**Article IX**  
**Incorporators**

The names and addresses of each incorporator of the corporation are:  
Thomas M. Irons, 4265 North Liesel Lane, Boise, Idaho 83704  
Anita Irons, 4265 North Liesel Lane, Boise, Idaho 83704

**Article X**  
**Amendments**

The corporation reserves the right to make any amendment to these Articles of Incorporation, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in these Articles of Incorporation, of any shares of outstanding stock. All rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**Article XI**  
**Director Indemnification**

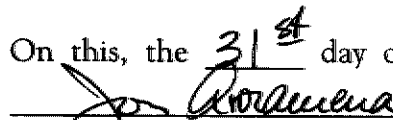
A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the laws of the State of Idaho as the same now exist or may hereafter be amended. Any amendment, modification, or repeal of the foregoing sentence shall not adversely affect any right or protection of a director of the corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification, or repeal.

THESE ARTICLES OF INCORPORATION have been executed in duplicate originals at Boise, Idaho this 31 day of July, 1996.


  
THOMAS M. IRONS, Incorporator

  
ANITA IRONS, Incorporator

STATE OF IDAHO }  
COUNTY OF ADA } ss.

On this, the 31<sup>st</sup> day of July, in the year 1996, before me, , the undersigned, a Notary Public in and for the State of Idaho, County of Ada, did personally appear **THOMAS M. IRONS** and **ANITA IRONS**, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and, being by me first duly sworn, declared that they are the incorporators of **SOFTWARE QUALITY TECHNOLOGIES, INCORPORATED**, an Idaho Corporation, and that they executed these same Articles of Incorporation in their capacity as incorporators of said corporation as their free and voluntary act and deed.

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

  
Notary Public for Idaho  
Residing at Boise, Idaho  
My commission expires: 08-10-01