

ARTICLES OF INCORPORATION  
OF  
COOPER & LARSEN, CHARTERED

FILED

1. Name. The name of the corporation is COOPER & LARSEN  
CHARTERED. 18 SEP 10 AM 9:54

SECRETARY OF STATE  
STATE OF IDAHO

2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be one thousand (1,000), all of which shall be common voting stock.

3. Registered office and agent. The registered office of the corporation is Center 151 Building, Suite 210, Pocatello, Idaho 83201, and its registered agent at that address is Reed W. Larsen.

4. Purpose. The purpose for which the corporation is organized is to provide professional services in the practice of law and all other purposes allowed by the laws of the State of Idaho.

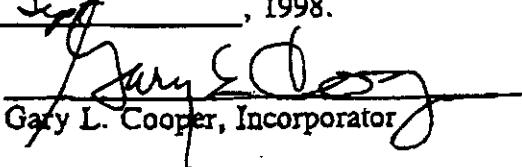
5. Incorporator. The name of the incorporators are Gary L. Cooper and Reed W. Larsen, and their address is Center 151 Building, Suite 210, Pocatello, Idaho 83201.

6. Preemptive Rights. The corporation elects to have preemptive rights.

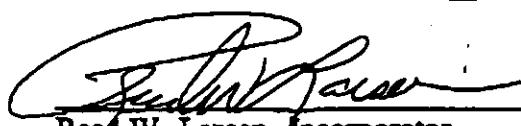
7. No Directors. The corporation shall have no directors. The power to conduct and manage the corporate affairs conferred or imposed upon directors by the Idaho Professional Services Corporate Act, Idaho Code §§1301 et seq., and the Idaho Business Corporation Business Act, Idaho Code §§30-1-101 et seq., shall be conferred or imposed upon the shareholders.

8. Indemnification. The corporation shall indemnify the shareholders and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

In witness whereof, I have subscribed these Articles of Incorporation this 10 day of Sept, 1998.

  
Gary L. Cooper, Incorporator

2250-0061 Article Inc.

  
Reed W. Larsen, Incorporator

09/18/1998 09:00  
CK: 20885 CT: 1498 MH: 146451

1 @ 100.00 = 100.00 CORP # 2

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