



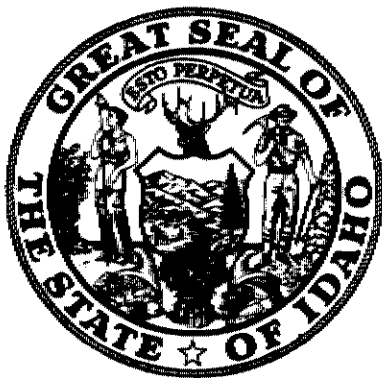
**CERTIFICATE OF INCORPORATION
OF**

ADCOM, 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 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: **August 31, 1988**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ORIGINAL

ARTICLES OF INCORPORATION

98 AUG 31 1998
KNOW ALL MEN BY THESE PRESENTS, that the undersigned incorporators being of the age of eighteen years or more, desiring to organize a corporation under the laws of the State of Idaho, do hereby make, sign and verify these Articles of Incorporation.

ARTICLE I

The name of the Corporation is Adcom, Inc..

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purposes for which the Corporation is organized are:

To buy or otherwise acquire, own, hold, manage, and control real and personal property of every description, including its own stock and stock in any other corporations, and to sell and convey, mortgage, pledge, lease or otherwise dispose of such property or any part thereof, and to lend money either upon or without security.

For the transaction of any or all lawful business for which corporations mayt be incorprated under the Idaho Business Corportation Act, Idaho Code §30-1-1, et seq.

ARTICLE IV

The Corporation is authorized to issue one class of shares, in a total amount of 60 shares, each share of stock bearing a par value of \$100.00. Shares of stock of this

Corporation shall not be transferred or sold until said sale shall be approved by the Board of Directors of this Corporation, in accordance with the duly adopted By-Laws of this Corporation.

The capital stock of this Corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall be assessed or be assessable.

ARTICLE V

The address of the initial registered office of the Corporation is 600 So. Fillmore, Jerome, Idaho 83338.

The name of the initial registered agent at such address is ROBERT B. ADFIELD.

ARTICLE VI

The name and address of the incorporators are as follows:

Robert B. Adfield
600 So. Fillmore
Jerome, Idaho 83338

Dennis R. Adfield
412 16th Avenue East
Jerome, Idaho 83338

Harold T. Larcom
2475 Astrozon Circle
Colorado Springs, CO 80916

The above named persons shall all serve as the directors of the Corporation pending the first meeting of shareholders of the Corporation.

ARTICLE VII

No private property of the stockholders of the Corporation shall be subject to or liable for payment of

Corporation debts.

ARTICLE VIII

By-laws shall be adopted by the Board of Directors which shall have the power to make By-Laws, repeal or amend or alter the By-Laws from time to time as they deem proper for the administration and regulation of the affairs of the Corporation.

ARTICLE IX

The right is reserved from time to time to amend, alter or repeal any provisions of and to add to these Articles of Incorporation in any manner now hereafter prescribed or permitted by the laws of the State of Idaho, and the rights of all shareholders are subject to this reservation.

SIGNED this ____ day of _____, 1988.



ROBERT B. ADFIELD



DENNIS R. ADFIELD



HAROLD T. LARCOM

STATE OF IDAHO)
) ss.
County of Jerome)

On this 5 day of August, 1988, before me, the undersigned, a Notary Public in and for said County and State, personally appeared ROBERT B. ADFIELD and DENNIS R. ADFIELD known to me to be the persons whose names are subscribed

to the within and foregoing instrument, and who acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, the day and year in this certificate first above written.


NOTARY PUBLIC for Idaho

STATE OF Colorado)
County of El Paso) ss.

On this 2nd day of August, 1988, before me, the undersigned, a Notary Public in and for said County and State, personally appeared HAROLD T. LARCOM, known to me to be the person whose name is subscribed to the within and foregoing instrument, and who acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, the day and year in this certificate first above written.


NOTARY PUBLIC

My Commission Expires Mar 3, 1990