

ARTICLES OF INCORPORATION
OF
DARKWATER CREATIONS, INC.

We, the undersigned, incorporators, for the purpose of forming a corporation under the Idaho Business Corporation Act, do hereby certify and adopt in duplicate the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation hereby incorporated is DarkWater Creations, Inc..

ARTICLE II. DURATION

The duration of the corporation is perpetual.

ARTICLE III. PURPOSES

The purpose or purposes of which the corporation is organized are:

1. To engage in generally and carry on any lawful business or trade which may, in the judgment of the Board of Directors, at any time be necessary, useful or advantageous to the corporation.
2. To transact any and/or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

The foregoing clauses are both purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific purposes and powers shall not be held to limit nor restrict in any manner the lawful powers of the corporation.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is ten thousand shares of one class only. The ten thousand shares shall be designated common stock and are without par value. The shares of common stock shall be full voting shares with all rights incident thereto and without any preferences or limitations.

ARTICLE V. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation in the State of Idaho is 201 S. Main, Moscow, Idaho 83843; and the name of its initial registered agent at said address is

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Geoffrey S. Whitney.

ARTICLE VI. DIRECTORS

The number of directors of the corporation shall be fixed as provided in the By-Laws, and may be changed from time to time by amending the By-Laws, as therein provided, but the number of directors shall not be less than one nor more than nine.

The first directors of the corporation shall be five in number and their names and post office addresses are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Douglas W. Whitney	P.O. Box 9372, Moscow, Idaho 83843
Donna R. Whitney	P.O. Box 9372, Moscow, Idaho 83843
Eric L. Dahle	4020A Paradise Ridge Rd., Moscow, Idaho 83843
Elizabeth A. Dahle	4020A Paradise Ridge Rd., Moscow, Idaho 83843
Geoffrey S. Whitney	201 S. Main, Moscow, Idaho 83843

The term of the first directors shall be until the first annual meeting of the shareholders of the corporation and until their successors are elected and qualified.

ARTICLE VII. INCORPORATORS

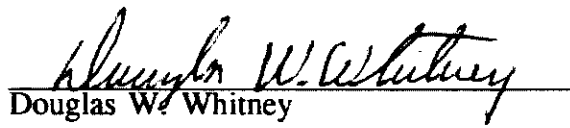
The names and post office addresses of the incorporators are:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Douglas W. Whitney	P.O. Box 9372, Moscow, Idaho 83843
Eric L. Dahle	4020A Paradise Ridge Rd., Moscow, Idaho 83843

IN WITNESS WHEREOF, the incorporators hereinabove named have hereunto set their hands in duplicate this 22^d day of June, 1998.

By:


Eric L. Dahle


Douglas W. Whitney