

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

SECURITY WEST FINANCIAL COMPANY, 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: May 29, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jamie Chadwick*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
SECURITY WEST FINANCIAL COMPANY, INC.

The undersigned incorporators desire to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, atop the followings Articles of Incorporation.

ARTICLE I

SECURITY WEST FINANCIAL COMPANY

The name of this corporation is Security West Financial Company, Inc.

ARTICLE II

Duration

The duration of this corporation is perpetual.

ARTICLE III

Purposes

The purpose or purposes for which this this corporation is organized are:

The purpose of the corporation is to engage in the financial brokerage business and to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE IV

Stock

The corporation shall have the authority to issue fifty thousand

(50,000) shares of stock with a par value of \$1.00 per share, all stock of the corporation shall be of the same class of common stock and shall have the same rights and preferences. Fully paid stock of this corporation shall not be liable to any further call or assessment.

ARTICLE V

Amendment

These Articles of Incorporation may be amended by the affirmative vote of a majority of the shares entitled to vote on each such amendment.

ARTICLE VI

Shareholder Rights

The authorized and treasury stock of this corporation may be issued at such time, upon such terms and conditions and for such consideration as the Board of Directors shall determine. Shareholders shall not have pre-emptive rights to acquire unissued shares of the stock of this corporation and cumulative voting is denied.

ARTICLE VII

Initial Office and Agent

The address of the initial agent of the corporation is 11610 W. Hinsdale Court, Boise, Idaho 83704, and the name of the corporation's initial agent at such address is Brent Bastian.

ARTICLE VIII

Directors

The number of directors constituting the initial Board of Directors of

this corporation is three. The names and addresses of persons who are to serve as directors until the first annual meeting of stockholders, or until their successors are elected and qualified are:

Larry P. Wardle
3559 South 950 East
Bountiful, Utah 84010

Stephen L. Adamson
5152 Oak View Lane
Highland, Utah 84003

Brent Bastian
11610 W. Hinsdale Court
Boise, Idaho 83704

ARTICLE IX

Common Directors - Transactions Between Corporations

No contract or other transaction between this corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of its directors are directors or officers are financially interested, shall be either void or voidable because of such relation or interest, or because such director or directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies this contract or transaction by vote or consent sufficient for the purpose without counting

