

State of Idaho

Department of State

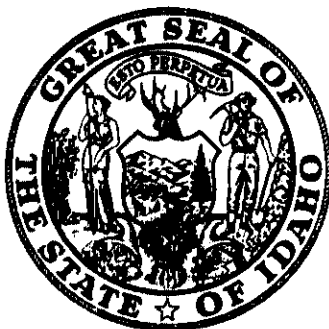
CERTIFICATE OF AUTHORITY OF

VALLEY EXCHANGE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of VALLEY EXCHANGE, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to VALLEY EXCHANGE, INC. to transact business in this State under the name VALLEY EXCHANGE, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: March 7, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE
MAR 7 10 30 AM '94

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is VALLEY EXCHANGE, INC.
2. The name which it shall use in Idaho is SAME
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of WYOMING
4. The date of its incorporation is FEBRUARY 7, 1994 and the period of its duration, if other than perpetual, is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is North Stateline Road, Alta, Wyoming
6. The address to which correspondence should be addressed, if different than Item 5, is P.O.B. 369, Driggs, Idaho 83422
7. The street address of its proposed registered office in Idaho is 50 E. Industrial Lane #C Driggs, ID 83422, and the name of its proposed registered agent in Idaho at that address is Patty Lyons
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: Any lawful act concerning any and all lawful businesses
for which corporations may be organized in the State of Idaho

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAH0 SECRETARY OF STATE
19940307 0900 60576 2
CK #: 1126 CUST# 31400
CORP 1@ 100.00= 100.00

* : C

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Patty Lyons</u>	<u>President</u>	<u>P.O.B. 826, Driggs, ID 83422</u>
<u>Tonya Jones</u>	<u>V.P./Treasurer</u>	<u>P.O.B. 62, Victor, ID 83455</u>
<u>Trina Underhill</u>	<u>Secretary</u>	<u>P.O.B. 212, Victor, ID 83455</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

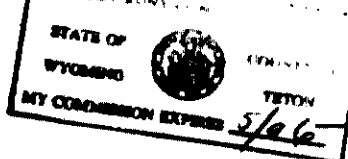
Dated: February 25, 1994

VALLEY EXCHANGE, INC.
(Corporation name)
By [Signature] President
Its President/Vice President (please specify)
and Trina Underhill Sec
Its Secretary/Assistant Secretary (please specify)

STATE OF WYOMING)
COUNTY OF TETON) ss:

I, H. Cody Runyan, a notary public, do hereby certify that on this _____ day of February, 1994, personally appeared before me Patty Lyons & Trina Underhill, who being by me first duly sworn, declared that (s)he is the President & Secretary of VALLEY EXCHANGE, INC.

that (s)he signed the foregoing documents as THE RESPECTIVE OFFICERS of the corporation and that the statements therein contained are true.



[Signature]
Notary Public

RECEIVED
SEC. OF STATE

MAR 7 AM 10 30

State of Wyoming

Office of the Secretary of State



United States of America, } ss.
State of Wyoming

I, KATHY KARPAN, Secretary of State of the State of Wyoming, do hereby certify that according to the records in the office of the Secretary of State of Wyoming VALLEY EXCHANGE, INC. is a corporation organized and existing under the laws of the state of Wyoming, whose date of incorporation is FEBRUARY 7, 1994 and whose period of duration is PERPETUAL.

I FURTHER CERTIFY that this corporation has filed all annual license taxes to date, or is not yet required to file such annual reports; and that Articles of Dissolution have not been filed, thus making the corporation in existence in the state of Wyoming.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this
28TH day of FEBRUARY A.D., 19 94

Kathy Karpán
Secretary of State

By Groy Nease