

Department of State.

CERTIFICATE OF INCORPORATION OF

ALERT MICRO SYSTEMS, 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: April 02, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth J. Zabala*

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SEC. OF STATE
90 APR 2 AM 10 39 ARTICLES OF INCORPORATION
OF

ALERT MICRO SYSTEMS, INC.

The undersigned person of legal age, as incorporator of a corporation under the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is ALERT MICRO SYSTEMS, INC.

ARTICLE II. DURATION

The period of its duration is perpetual.

ARTICLE III. PURPOSES

This corporation is organized for the following purposes:

(a) To engage in the business of selling and servicing computers and computer systems.

(b) To engage in any business, trade or activity which may lawfully be conducted by a corporation organized under the Idaho Business Corporation act.

(c) To engage in all such activities as are incidental or conducive to the attainment of the purposes of this corporation or any of them and to exercise any and all powers authorized or permitted to be done by a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses of this Article 3 shall each be construed as purposes and powers, and the matters expressed in each clause shall be in no way limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers; and nothing contained in these clauses shall be deemed in any way to limit or exclude any power, right, or privilege given to this corporation by law or otherwise.

ARTICLE 4. SHARES

This corporation shall have authority to issue 50,000 shares of common stock, and each share shall have a par value of \$1.00.

ARTICLE 5. PRE-EMPTIVE RIGHTS

The pre-emptive rights of the shareholders to acquire additional shares or treasury shares of the corporation shall be denied.

ARTICLE 6. REGULATION OF INTERNAL AFFAIRS

The provisions for the regulation of internal affairs of the corporation shall be set forth in the Bylaws.

ARTICLE 7. AMENDMENTS TO ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal, by the affirmative vote of the holders of a majority of the shares entitled to vote thereon, any of the provisions contained in these Articles of Incorporation, and the rights of the shareholders of this corporation are granted subject to this reservation.

ARTICLE 8. BYLAWS

The Board of Directors shall have the power to adopt, amend, or repeal the Bylaws for this corporation, subject to the power of the shareholders to amend or repeal such Bylaws.

ARTICLE 9. REGISTERED OFFICE, AGENT

The address of the initial Registered Office of this corporation is 701 North 4th Street, Coeur d'Alene, Idaho 83814, and the name of its initial Registered Agent is DON THOMPSON.

ARTICLE 10. DIRECTORS

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified herein. The initial Board of Directors shall consist of two (2) directors, and the names and addresses of the persons who shall serve as directors until the First Annual Meeting of Shareholders and until their successors are elected and qualify unless they resign or are removed:

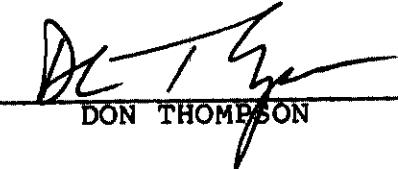
DON THOMPSON	CRISTY THOMPSON
701 North 4th Street	701 North 4th Street
Coeur d'Alene, ID 83814	Coeur d'Alene, ID 83814

ARTICLE 11. INCORPORATOR

The name and address of the incorporator is:

DON THOMPSON
701 North 4th Street
Coeur d'Alene, ID 83814

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated this 22 day of March, 1990.

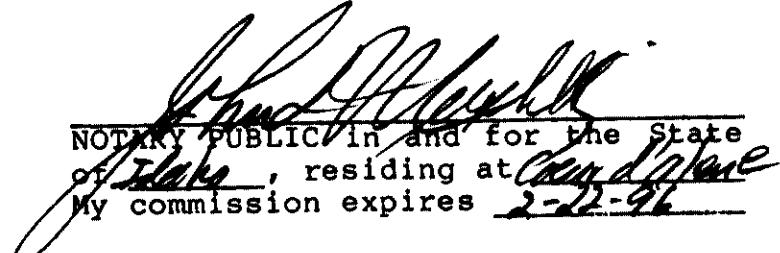


DON THOMPSON

STATE OF Idaho) ss.
County of Kootenai)

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Idaho, certify that DON THOMPSON, being the incorporator referred to in the foregoing Articles of Incorporation, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and notarial seal this 22nd day of March, 1990.



NOTARY PUBLIC in and for the State
of Idaho, residing at Coeur d'Alene
My commission expires 2-22-91