

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

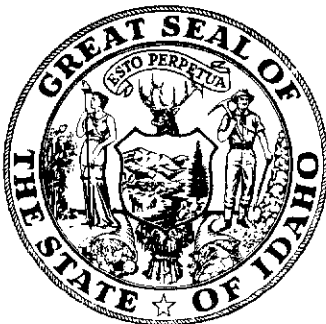
WESTERN STATES PROPERTIES, INC.

File number C 119853

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: June 16, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alicia Hartley*

ARTICLES OF INCORPORATION
OF
WESTERN STATES PROPERTIES, INC.

97 JUN 16 AM 9:16
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator(s) of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation is Western States Properties, Inc.

ARTICLE II
DURATION

The period of its duration is perpetual.

ARTICLE III
PURPOSE

The purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV
COMMON STOCK

The total authorized number of par value shares of common stock is one million (1,000,000) shares, with par value of \$1.00 per share.

ARTICLE V
BY-LAWS

Provisions for the regulation of the internal affairs of the corporation are provided in the By-laws of the corporation.

ARTICLE VI
REGISTERED OFFICE

The address of the initial registered office of the corporation is 101 South Main Street, Pocatello, Idaho, and the name of the registered agent at

IDAHO SECRETARY OF STATE
DATE 06/16/1997
0900 102297 2
CK #: 1477 CUST# 82930
CORP 1@ 100.00= 100.00

such address is P. Bruce Palmer.

**ARTICLE VII
BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
P. Bruce Palmer	P. O. Box 306 Pocatello, ID 83204
Angelia M. Palmer	P. O. Box 306 Pocatello, ID 83204
Miles S. Palmer	1074 E. Ash Provo, UT 84604

**ARTICLE VIII
INCORPORATORS**

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
P. Bruce Palmer	P. O. Box 306 Pocatello, ID 83204

DATED this 10th day of June, 1997.



P. Bruce Palmer

Western States Property Services, Inc.

CORPORATE OFFICES

101 South Main Street

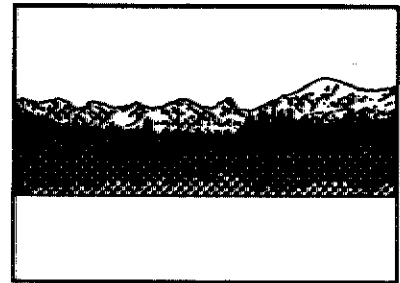
Post Office Box 306

Pocatello, Idaho 83204

(208) 233-8827 (FAX) 233-4110

(Cellular) 251-2827

WeStProS, Inc™



June 10, 1997

Secretary of State
P. O. Box 83720
Boise, ID 83720-0080

ATTN: Corporations Clerk

RE: Western States Properties, Inc.

Dear Clerk:

This letter will assure you that the incorporators of Western States Properties, Inc. have unrestricted authorization to incorporate in the name they have chosen, even though it is similar to our corporate name. The parties involved are all related, and there will be no problem caused by the similarities because the corporations have separate and distinctive purposes, as suggested by the names themselves.

If you have any questions, please feel free to let us know.

Very truly yours,

WeStProS, Inc™

Western States Property Services, Inc.

P. Bruce Palmer
President/CEO

PBP:cl