

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

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OF

NELSON HALL PARRY TUCKER, P.A.

SECRETARY OF STATE
STATE OF IDAHO

(formerly known as ANDERSON NELSON HALL SMITH, P.A.)

Pursuant to the provisions of the Idaho Business Corporation Act (the "Act"), including Sections 30-1-1003, 30-1-1006, 30-1-1007 and the provisions of the Professional Service Corporation Act, Idaho Code Section 30-1301 et. seq., ANDERSON NELSON HALL SMITH, P.A. (the "*Corporation*"), for the purpose of changing its name to NELSON HALL PARRY TUCKER, P.A., and to amend and restate generally the *Corporation's* Articles of Incorporation as previously amended, adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I – NAME

The name of this *Corporation* shall henceforth be:

NELSON HALL PARRY TUCKER, P.A.

ARTICLE II – DURATION

This *Corporation* shall have perpetual existence.

ARTICLE III – CORPORATE PURPOSE

The *Corporation* was organized and shall continue to be operated for the sole and specific purpose of rendering professional legal services and allied professional services. In furtherance of and subject to the foregoing purpose, the *Corporation* shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon corporations organized under the Idaho Professional Service Corporation Act. In addition, the *Corporation* may do everything necessary, suitable or proper for the accomplishment of its corporate purpose.

ARTICLE IV – SHARES

There shall be one class of shares, all of which shall be common shares. The aggregate number of shares which this corporation shall have authority to issue is One Hundred Thousand (100,000) shares with no par value. Each share shall have equal voting powers, and shall have the same rights and preferences. Each share shall entitle the holder to one (1) vote. The authorized shares of the corporation, including treasury shares, may be issued at such time, upon such terms and conditions and for such consideration as the board of directors may determine, subject to the restrictions set forth in the Idaho Professional Corporation Act. The corporation may purchase its own shares to the extent allowed by law.

ARTICLE V – REGISTERED AGENT AND OFFICE

The name of the registered agent and the location of the registered office of the *Corporation* are:

Douglas R. Nelson, 490 Memorial Drive, Suite 201, Idaho Falls, ID 83402

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ARTICLE VI -- DIRECTORS

The number of directors constituting the current board of directors of the *Corporation* is five (5); provided that in no event shall this provision be deemed to limit or otherwise set the number of directors to be provided for in the By-Laws. The names and addresses of the persons who are to serve as directors until the next annual meeting of shareholders and until their successors are elected and qualify are:

Douglas R. Nelson	P.O. Box 51630, Idaho Falls, ID 83405
Blake G. Hall	P.O. Box 51630, Idaho Falls, ID 83405
Scott R. Hall	P.O. Box 51630, Idaho Falls, ID 83405
Steven R. Parry	P.O. Box 51630, Idaho Falls, ID 83405
Brian T. Tucker	P.O. Box 51630, Idaho Falls, ID 83405

ARTICLE VII -- AMENDMENT


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


ARTICLE VIII -- BYLAWS

The board of directors may adopt By-Laws which are not inconsistent with the laws of the State of Idaho or these Amended and Restated Articles of Incorporation. Any By-Law or By-Laws so adopted by the board of directors may be amended or repealed by the board of directors or by a vote of holders of record of a majority of the *Corporation's* voting stock at any regular shareholder's meeting or any special shareholder's meeting called for that purpose.

DATED this 17th day of February, 2009.

NELSON HALL PARRY TUCKER, P.A., an
Idaho professional service corporation (formerly
known as Anderson Nelson Hall Smith, P.A.)

By: 
Douglas R. Nelson, President

By: 
Scott R. Hall, Secretary

CERTIFICATE

Pursuant to Section 30-1-1007 of the *Act*, the undersigned, on behalf of the *Corporation*, certifies the following:

FIRST: The foregoing restatement of the *Corporation's* Articles of Incorporation consolidates all amendments into a single document and also contains new amendments requiring shareholder approval.

SECOND: The name of the *Corporation* was formerly ANDERSON NELSON HALL SMITH, P.A., and has been changed hereby to NELSON HALL PARRY TUCKER, P.A.

THIRD: The text of the restated Articles is set forth above this Certificate and includes any amendments. The primary substantive amendments involve the change of the *Corporation's* name and updating the board of directors.

FOURTH: The Amended and Restated Articles of Incorporation were adopted by the shareholders of the *Corporation* on the 16 day of February, 2009, and were so adopted in a manner required by the *Act* and by the prior Articles of Incorporation.

FIFTH: The number of common shares of the *Corporation* outstanding at the time of such adoption was 500. The number of common shares voted in favor of such restatement and amendment was 500. The number of common shares voted against such amendment was zero. The *Corporation* has no preferred shares.

IN WITNESS WHEREOF, the undersigned officers of the *Corporation* declare under penalty of perjury under the laws of the state of Idaho that the matters set forth above are true and correct of their own knowledge.

DATED this 17th day of February, 2009.

NELSON HALL PARRY TUCKER, P.A., an
Idaho professional service corporation (formerly
known as Anderson Nelson Hall Smith, P.A.)

By: 

Douglas R. Nelson, President

By: 

Scott R. Hall, Secretary

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