

CERTIFICATE OF INCORPORATION OF

| QUESTFINDER, | INC. | | |
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| I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that | ıt | | | |
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| duplicate originals of Articles of Incorporation for the incorporation of | | | | |
| QUESTFINDER, INC. | | | | |

duly signed pursuant to the provisions of the Idaho Nonprofit 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.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

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SECRETARY OF STATE

QUESTFINDER, INC.

The undersigned, for the purpose of forming a nonprofit corporation (sometimes referred to as the "Association") under and pursuant to Chapter 3 of Title 30, Idaho Code, hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation shall be QUESTFINDER, INC.

ARTICLE II.

The corporation is a nonprofit corporation, organized and existing under and pursuant to Chapter 3 of Title 30, Idaho Code.

ARTICLE III.

The corporation shall have perpetual existence.

ARTICLE IV.

The purposes for which the corporation is organized are to provide for the operation, management, care, maintenance and preservation of certain real and personal property within and without the State of Idaho and any additions thereto as may hereafter be brought within the jurisdiction of this Association and, not in limitation thereof, to:

- 1. Exercise all of the rights, powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions And Restrictions For QUESTFINDER dated the 9th day of August, 1988, and amendments thereto, hereinafter referred to as the Declaration, the same being incorporated herein by reference thereto.
- 2. Fix, levy, collect and enforce payment by any means all charges and assessments pursuant to the terms of the Declaration; to pay all costs, expenses and disbursements incident to the conduct of the business of the Association, including all licenses, taxes or governmental fees levied or imposed against the properties of the Association.

- 3. Acquire, by gift, purchase or otherwise, and to own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association in accordance with said Declaration.
- 4. Borrow money, and, subject to said Declaration, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- 5. Participate in mergers and consolidations with other nonprofit organizations organized for the same purposes, or annex additional properties in accordance with said Declaration.
- 6. Act as purchasing agent for goods and services for the members of the Association.
- 7. Have and exercise any and all rights, powers and privileges which a corporation organized and existing under the Idaho Nonprofit Corporation Act may now or hereafter have or exercise.

ARTICLE V.

The Association shall be authorized to issue five hundred (500) shares of stock together with corresponding memberships appurtenant thereto in accordance with the Declaration.

ARTICLE VI.

There shall be two classes of memberships in the Association designated as members and associate members, the rights, duties, powers and privileges therefor being more fully set forth in said Declaration.

ARTICLE VII.

Each member shall be entitled to one vote for each membership held in the Association as set forth in said Declaration.

ARTICLE VIII.

The conduct and affairs of the corporation shall be managed by its Board of Directors who shall be members of the Association.

ARTICLE IX.

The initial Board of Directors shall consist of two (2) persons whose names and addresses are as follows:

Howard F. Manly

2935 North Mountain Rd.

Boise, Idaho 83702

L. A. Manly

3131 N. 24th Way Boise, Idaho 83702

The above and foregoing persons shall serve as Directors of the Association until the first meeting of members or until their successors are elected and duly qualified.

ARTICLE X

The Bylaws of the Association shall be adopted by its Board of Directors and shall thereafter be altered, amended or repealed by a majority vote of the members, or by the Board of Directors if such power is delegated by the members hereafter.

ARTICLE XI

The names and addresses of the incorporators are as follows:

Howard F. Manly

2935 North Mountain Rd.

Boise, Idaho 83702

L. A. Manly

3131 N. 24th Way Boise, Idaho 83702

ARTICLE XII

The address of the initial registered office is 815 Park Blvd., Suite 300, P. O. Box 967, Boise, Idaho 83701 and the name of its initial registered agent is Howard F. Manly.

IN WITNESS WHEREOF, the undersigned have hereunto executed these Articles of Incorporation this day of day of 1988.

Howard F. Manly

L. A. Manis

STATE OF IDAHO) : ss. County of Ada)

I, a Notary Public, do hereby certify that on this of August, 1988, personally appeared before me, HOWARD F. MANLY and L. A. MANLY, who being by me first duly sworn, severally declare that they are the persons who signed the foregoing Articles of Incorporation as incorporators and that the statements therein contained are true.

Notary Public for Idaho Residing at Boise, Idaho

My Commission Expires 12-17-92