

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

LEVY LAW OFFICES, LIMITED

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: February 14, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: [Signature]

FEB 14 10 46 AM '90

LEVY LAW OFFICES, LIMITED

SECRETARY OF STATE

FEB 7 3 21 PM '90
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: that I, Paul E. Levy the incorporator and subscriber to these Articles of Incorporation, a natural person competent to contract, have this day caused to be formed this corporation under the laws of the State of Idaho "General Business Corporation Act" Title 30 I.C. 30-1-1-30-1-152 as follows:.

I.

That the name of this Corporation shall be Levy Law Offices , Limited.

II.

The term of the existence of this Corporation shall be perpetual.

III.

That the general nature of the business to be transacted by the Corporation shall be all lawful purposes, including but not limited to the purposes set forth below:

A. To lease and operate office space which shall be used for the provision of services to the general public, and to lease or own all fixtures appurtenant and other property which shall be located in or on such office space;

B. To sublease, sell, transfer, and grant interests in real estate and in leases regarding real estate;

C. To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.

D. To purchase, receive, or otherwise acquire, own, hold, vote, use, enjoy, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares, or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, insurance or annuities in any form, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

E. To do any and everything incidental to, growing out of, or germane to any of the foregoing purposes and to have and exercise all of the powers conferred by the laws of the State of Idaho upon corporations formed under the law, hereinabove referred to, and all laws amendatory thereof and supplemental thereto, and by the provisions of Idaho Code 30-1-101 et. seq., known as the "General Business Corporation Act", it being

expressly provided that the foregoing clauses shall be construed both as objects and powers and shall be in furtherance and not in limitation of the powers conferred by the laws of the State of Idaho and that the foregoing enumeration of specific powers shall not be held to alter or restrict in any manner the general powers of this Corporation.

IV.

There shall be one class of common stock. There shall be no issuance of preferred or stock of special series. The number of shares of stock which the Corporation shall have authority to issue shall be five thousand (5000) shares of common stock having no par value. Preemptive rights shall attach to such stock. Otherwise, each share of common stock shall have the same rights, privileges and voting powers and the same shall be fully paid and non-assessable.

IV.

That the initial address of the registered office of the corporation is hereby designated as 1632 Riverstone Lane, Boise, Idaho 83706 #101 in the County of Ada, State of Idaho. The registered agent shall be Paul E. Levy.

V.

The business of the corporation shall be managed by its Board of Directors. The first Board of Directors shall consist of one (1) member: and may be increased from time to time by amendment of the Articles of Incorporation in a manner not prohibited by law. Until so changed the number shall be one (1).

Paul E. Levy with address at 1632 Riverstone Lane #101, Boise, Idaho 83706 shall be the first director and shall serve until a successor be elected and qualify.

VI.

The name and street address of the incorporator is:
Paul E. Levy, 1459 Tyrell Lane, Boise, Idaho 83706.

VII.

That name and address of the person signing these Articles of Incorporation as the subscriber and incorporator is Paul E. Levy. The number of shares of stock he agrees to take is:

Name	Shares
Paul E. Levy	2501

The payment for such stock shall be the labor associated with the arrangement for the initial lease to be owned by the Corporation, which shall be at a below market rate of rent. That lease is expected to be for space in the First Interstate Building and be with FIC Associates. The Subscriber shall also pay the sum of \$25.10.

VIII.

At all elections of directors of the Corporation, each Stockholder shall be entitled to as many votes for each director as he has shares in the corporation which are fully paid.

IX.

No contract or other transaction between the Corporation and any other corporation shall be affected by the fact that any director of the Corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of the Corporation or in which the Corporation is interested; and no contract or other transaction of the Corporation with any person, firm, or corporation shall be affected by the fact that any director of the Corporation is a party in any way connected with such person,

firm, or corporation, and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise arise from contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

X.

Any director of the Corporation may be removed at any annual or special meeting.

XI.

The Stockholder(s) of the Corporation shall have the power to include in the By-Laws or a Buy and Sell Agreement adopted by the Board of Directors and a two-thirds majority of the Stockholders of the Corporation any regulatory or restrictive provision regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the Corporation by any of its stockholders, or in the event of the death of any of its stockholders.

XII.

The Corporation shall fully limit indemnify, defend and hold harmless the Officers, Directors, and Shareholders of the Corporation from and against any and all liability of every kind which may be associated with the operation of the corporation to

the full extent authorized by I.C. 30-1-5, which is incorporated herein by this reference.

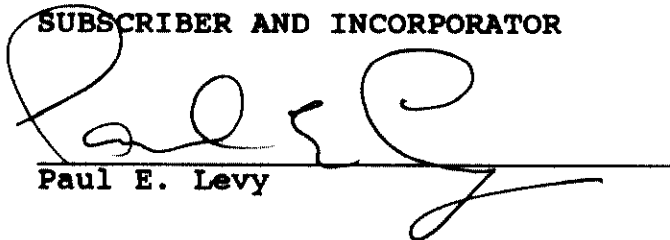
XIV.

The Corporation formed hereby shall be solely responsible for its debts and liabilities. All personal liability of a director and shareholder shall be limited to the full extent allowed by the General Business Corporation Act.

In Witness Whereof The Subscriber to The Shares of The Corporation and The First Shareholder and Board Member Thereof Has Hereto

Set His Hand And Seal This 7 day of February, 1990.

SUBSCRIBER AND INCORPORATOR


Paul E. Levy

NOTARY

STATE OF IDAHO)

COUNTY OF ADA)

Before me a Notary Public in and for the county and state set forth above appeared Paul E. Levy known or proved to me to be the

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same who subscribed to the within instrument and swore to me that the matters therein are true and correct and that the subscription thereof was freely given.

[Seal]

In Witness Whereof I have caused my hand and seal to be affixed hereto this 7th day of February 1990.

Sharon E. Coy
Notary residing in Geneva
My Commission expires 11-4-1993