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State of Idaho

Department of State

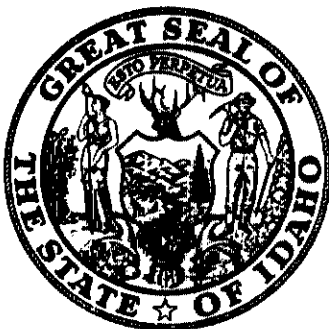
CERTIFICATE OF INCORPORATION OF

BEKAY FINANCIAL CORPORATION, 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: January 21, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ana Seibel*

RECEIVED ARTICLES OF INCORPORATION
SEC. OF STATE of
BEKAY FINANCIAL CORPORATION, INC.

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The undersigned, a citizen of the United States, a resident of the State of Idaho and of legal age, acting as an incorporator 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 shall be BEKAY FINANCIAL CORPORATION, INC.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

PURPOSES AND POWERS

The purpose for which this corporation is organized is the transaction of any lawful business for which corporations may be incorporated under the Idaho Business Corporation and any and all amendments thereto.

ARTICLE IV

SHARES

The aggregate number of shares which the corporation shall have the authority to issue is one thousand (1,000) shares of common stock of a par value of one dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The name of the registered agent is Thomas Wobker. The address of the initial registered office of the corporation is 1606 Plaza Drive, Post Falls, Idaho 83854.

**ARTICLE VI
BOARD OF DIRECTORS**

The number of directors of the corporation shall be not less than one (1) nor more than five (5), none of whom need to be shareholders of the corporation.

Initial Board of Directors. The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until successors are elected and qualified are:

Thomas F. Wobker	1606 Plaza Drive Post Falls, Idaho 83854
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Bruce Braskich	3620 21st Place Coeur d'Alene, Idaho 83814
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**ARTICLE VII
PERSONAL LIABILITY OF DIRECTORS AND OFFICERS**

Each director and officer of the corporation now or hereafter serving as such, shall be indemnified by the corporation against any and all claims and liabilities to which he has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such director or officer; and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him in connection with any such claim or liability, provided however, that no such person shall be indemnified against, or be reimbursed for any such expense arising out of his own willful misconduct or gross negligence.

Further, each director shall have no personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that such provision shall not eliminate or limit the liability of a director as provided in Idaho Code 30-1-54.

I.

The name and address of the Incorporator is Thomas F. Wobker, 1606 Plaza Drive, Post Falls, Idaho 83854. The Incorporator shall only cause the incorporation of the corporation and shall have no other duty, right, or obligation to the corporation or the

stockholders. The Incorporator's duties shall be extinguished upon the filing of these Articles with the Secretary of State.

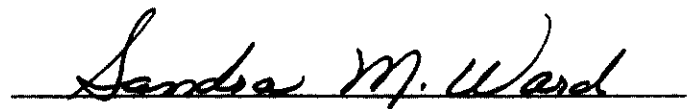
IN WITNESS WHEREOF the Incorporator has hereunder set his hand and caused this instrument to be executed in duplicate this 18 day of January, 1994, at Post Falls, Idaho.


THOMAS F. WOBKER

STATE OF IDAHO)
) ss
County of Kootenai)

On this 18th day of JANUARY, 1994, before me, SANDRA M. WARD, a Notary Public in and for the State of Idaho, personally appeared Thomas F. Wobker, known or identified to me to be the Incorporator of BEKAY FINANCIAL CORPORATION, INC., the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

WITNESS my hand and official seal hereto affixed the day and year first above written.


Notary Public for Idaho
Residing at Coeur d'Alene
Commission expires July 3, 1997