

ARTICLES OF INCORPORATION
OF
WEBCONFIDENT INCORPORATED

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

I.

The name of this corporation shall be "Webconfident Incorporated".

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized is for the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code.

IV.

The aggregate number of shares of common stock which the corporation shall have the authority to issue is ONE MILLION (1,000,000) shares, all of one class, no par value.

V.

The address of the initial registered office of the corporation and the initial agent at such address is:

HOWARD BRINTON
1310 ASH
COEUR D'ALENE, ID 83814

VI.

The name and post office address of the incorporators of the

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JAN 31
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C/32358
STATE OF IDAHO
JAN 31 2000 09:00
IDAHO SECRETARY OF STATE
JAN 31 2000 10:41

corporation and the persons who shall serve as the initial directors until the first annual meeting of the shareholders are:

HOWARD BRINTON
1310 ASH
COEUR D'ALENE, ID 83814

KEN OLER
1905 AVON CIRCLE
HAYDEN, ID 83835

VII.

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) the amount of a financial benefit received by a director to which he is not entitled, (ii) an intentional infliction of harm on the corporation or the shareholders, (iii) unlawful distributions to shareholders as provided in Idaho Code section 30-1-833, or (iv) an intentional violation of criminal law.

VIII.

If the corporation issues new shares of its stock, each stockholder shall have a preemptive right to acquire additional shares of stock so that he may maintain his relative equity interest in the corporation.

IX.

The stock of the corporation shall be non-assessable common stock.

X.

These Articles of Incorporation may be amended, provided (1)

a written notice of the meeting is first given to the stockholders of record in the manner set forth in the bylaws, (2) the proposed amendment is set forth in the notice, and (3) a two-thirds (2/3) vote of the stockholders voting in person or by proxy at such meeting approves of the amendment.

DATED this 28 day of January, 2000.



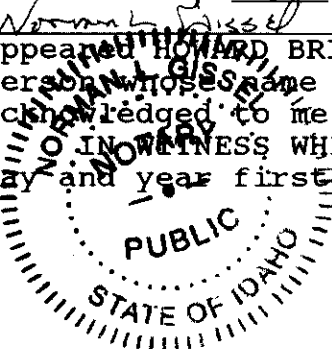
HOWARD BRINTON




KEN OLER

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 28 day of January, 2000, before me,
Norman Gissel, the undersigned notary public, personally
appeared HOWARD BRINTON, known to me or identified to me to be the
person whose name is subscribed to the foregoing instrument and
acknowledged to me that he executed the same.
IN WITNESS WHEREOF, I have hereunto set my hand and seal the
day and year first above written.

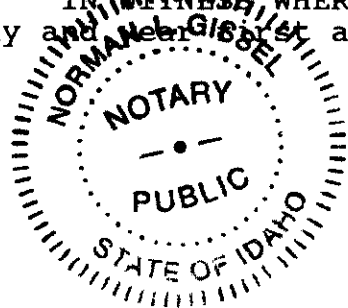


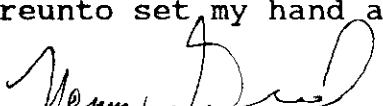


Notary Public for Idaho
Residing at: Cozad Ave
Commission expires: 8-18-04

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 28 day of January, 2000, before me,
Norman Gissel, the undersigned notary public, personally
appeared KEN OLER, known to me or identified to me to be the person
whose name is subscribed to the foregoing instrument and
acknowledged to me that he executed the same.
IN WITNESS WHEREOF, I have hereunto set my hand and seal the
day and year first above written.





Notary Public for Idaho
Residing at: Cozad Ave
Commission expires: 8-18-04