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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
COMMERCE INTEGRATION, INC.**

The undersigned, to form a Corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

I

The name of the Corporation is **COMMERCE INTEGRATION, INC.**

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 Corporations may be incorporated under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code.

IV

The aggregate number of shares which the Corporation shall have the authority to issue is **ONE HUNDRED THOUSAND (100,000)** shares, all of one class, no par value.

V

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

REGISTERED AGENT

Ralph Kerr

REGISTERED ADDRESS

1420 Lincoln Way
Suite #100
Coeur d'Alene, Idaho 83814

IDAHO SECRETARY OF STATE

VI

The names and addresses of the Incorporator herein and other persons who shall serve as initial Directors until the first annual meeting of the shareholders are:

02/08/1999 09:00
CK: 40149 CT: 3544 IN: 106170

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11 20.00 20.00 EXPDNE CT 3

C
127460

INCORPORATOR

Mark A. Chipman

ADDRESS

780 East Southwood Court
Hayden, Idaho 83835

BOARD OF DIRECTORS

Mark A. Chipman

ADDRESS

780 East Southwood Court
Hayden, Idaho 83835

Ronald R. Peterson

2022 North 13th Street
Coeur d'Alene, Idaho 83814

VII

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

VIII

A Director shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a Director, except that a Director shall be liable for the following:

a. For any breach of the Director's duty of loyalty to the Corporation or to its stockholders.

b. For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.

c. For acts or omissions which involve Director liability as provided in Idaho Code Section 30-1-48, which states that a Director shall be liable under the following circumstances:

1. If the Director votes for or assents to the declaration of any dividend or other distribution of the assets of a Corporation to its shareholders contrary to the provisions of the Idaho General Business Corporations Act.

2. If the Director votes for or assents to the purchase of the Corporation's own shares contrary to the provisions of the Idaho General Business Corporations Act.

3. If the Director votes for or assents to any distribution of assets of the Corporation to its shareholders during the liquidation of the Corporation without the

