



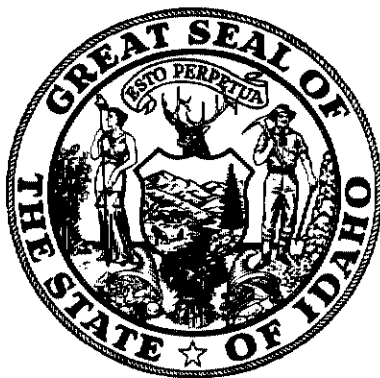
**CERTIFICATE OF INCORPORATION
OF**

PROFESSIONAL INVESTIGATIONS & CONSULTING, 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: July 17, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION '89 JUL 17 AM 9 11
OF
PROFESSIONAL INVESTIGATIONS & CONSULTING, INC.

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

ARTICLE I

NAME

The name of the Corporation is PROFESSIONAL INVESTIGATIONS & CONSULTING, INC.

ARTICLE II

PURPOSE

The purpose or purposes for which the Corporation is organized are as follows:

1. to examine, investigate and inquire into all areas of criminal and civil litigation, including but not necessarily limited to investigation of insurance claims, the location of persons and property, service of process and related services;

2. consultation, education and related services in the areas of law enforcement, judicial process, child/family advocacy issues, and wildlife and fisheries enforcement; and

3. to transact all lawful business for which corporations may be organized under the Business Corporation Act of the State of Idaho.

ARTICLE III

DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV

SHARES

The total authorized stock of the Corporation is 10,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE V

NON-CUMULATIVE VOTING

The shareholders shall not have the right of cumulative voting as provided by Idaho Code §30-1-33(d).

ARTICLE VI

PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have no preemptive right, by virtue of Idaho Code §30-1-26, to buy, purchase or acquire stock issued or to be issued by the Corporation.

ARTICLE VII

REGISTERED OFFICE

The address of the initial registered office is

601 E. Seltice Blvd., Post Falls, Idaho 83814. The initial registered agent at that address is JACK L. PINTLER.

ARTICLE VIII

DIRECTORS

The initial board of directors shall consist of two directors, and the names and addresses of the persons who shall serve as directors until the first annual meeting of stockholders or until their successors can be elected and qualified are:

<u>Name</u>	<u>Address</u>
Jack L. Pintler	12120 Emerald Drive Hayden Lake, Idaho 83835
John F. Smith	945 Highland Court Post Falls, Idaho 83854

ARTICLE IX

BYLAWS

The initial Bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the stockholders, shall be vested in the board of directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE X
INDEMNIFICATION OF DIRECTORS,
OFFICERS, EMPLOYEES AND AGENTS

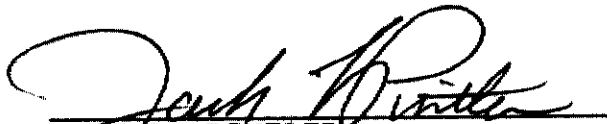
The Corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees and agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Idaho Code §30-1-5.


ARTICLE XI
INCORPORATORS

The names and business addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Jack L. Pintler	601 E. Seltice Blvd. Post Falls, Idaho 83854
John F. Smith	601 E. Seltice Blvd. Post Falls, Idaho 83854

IN WITNESS WHEREOF, the undersigned incorporators of the above-named Corporation, have hereunto signed these Articles of Incorporation on this ____ day of July, 1989.



JACK L. PINTLER


JOHN F. SMITH

STATE OF IDAHO)
 : ss.
County of Kootenai)

On this 14th day of July, 1989, before
me CHERYLL NEVIN the undersigned Notary Public,
personally appeared JACK L. PINTLER, known or identified
to me to be the person whose name is subscribed to the
within instrument, and acknowledged to me that he executed
the same.

(SEAL)

Cheryll Nevin
Notary Public for Idaho
Residing at Hyden Lake
Commission Expires: 9/23/91

STATE OF IDAHO)
 : ss.
County of Kootenai)

On this 13th day of July, 1989, before
me Janet D. Robnett the undersigned Notary Public,
personally appeared JOHN F. SMITH, known or identified to
me to be the person whose name is subscribed to the within
instrument, and acknowledged to me that he executed the
same.

(SEAL)

Janet D. Robnett
Notary Public for Idaho
Residing at Coeur d'Alene
Commission Expires: 7-26-91