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10481 DEPARTMENT OF STATE

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Section 4. VOTING POWER. The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

**ARTICLE V
PREEMPTIVE RIGHTS**

Shareholders of the Corporation shall have preemptive and preferential rights of subscription of any shares of the Corporation, whenever now or hereafter authorized, or to obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock, shall first offer such issue of stock or obligations to the shareholders of the Corporation.

**ARTICLE VI
REGISTERED OFFICE**

The address of the initial registered office of the Corporation is 11544 Iowa, Nampa, Canyon, Idaho, 83686, and the name of its initial registered agent is Bruce Caywood.

**ARTICLE VII
BOARD OF DIRECTORS**

The number of Directors of the Corporation shall be as specified in the By-Laws. The number of Directors constituting the initial Board of Directors is two (2) and the name and address of the persons who are to serve as Directors until the first annual meeting or until their successors are elected and shall qualify is:

<u>Name</u>	<u>Address</u>
Bruce Caywood	11544 Iowa, Nampa, Idaho 83686
Mary Caywood	11544 Iowa, Nampa, Idaho 83686

**ARTICLE VIII
INCORPORATOR**

Bruce Caywood	11544 Iowa, Nampa, Idaho 83686
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**ARTICLE IX
SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLES OF INCORPORATION - Page 3

Dated this 29th day of October, 1999

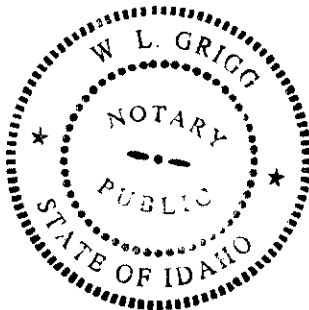
Bruce Caywood

State of Idaho)
 :SS
County of Canyon)

On this 29th day of October, 1999, before me the undersigned notary public in and for the State of Idaho, personally appeared Bruce Caywood, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

In witness whereof, I have hereunto set my hand and affixed my official seal, the day and year above written herein.

W L Grigg
Notary Public for Idaho



Residing at Nampa
My commission expires: 8/28/2000