

**STATEMENT OF CONVERSION
FOR
SPECTRUS GROUP LLC**

FILED EFFECTIVE

08 MAR 26 PM 4:47

SECRETARY OF STATE
STATE OF IDAHO

This Statement of Conversion is filed pursuant to Idaho Code Section 30-18-405.

1. The converting entity is Spectrus Group LLC, an Idaho limited liability company.
2. The converted entity will be DBSI Properties Inc., an Idaho corporation.
3. The conversion shall be effective April 1, 2008.
4. The Plan of Conversion was approved in accordance with Idaho Code Section 30-18-403.
5. The Articles of Incorporation of DBSI Properties Inc. are attached hereto as Exhibit A and incorporated herein.

IN WITNESS WHEREOF, this Statement of Conversion is executed this 25 day of March, 2008.

SPECTRUS GROUP LLC, an Idaho
limited liability company

By: DBSI Inc.
Its: Manager

By: 
Douglas H. Swenson, President

IDAHO SECRETARY OF STATE
03/27/2008 05:00
CK: 1515117 CT: 172099 BH: 1106053
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1 @ 20.00 = 20.00 EXPEDITE C # 4

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SECRETARY OF STATE
STATE OF IDAHOARTICLES OF INCORPORATION OF
DBSI PROPERTIES INC.

1. **Name.** The name of the corporation is DBSI Properties Inc.
2. **Authorized Shares.** The aggregate number of shares the corporation is authorized to issue shall be 10,000 all of which shall be common voting stock.
3. **Registered Office and Agent.** The registered office of the corporation is 1550 South Tech Lane Meridian, Idaho 83642 and its registered agent at that address is Douglas L. Swenson.
4. **Incorporator.** The name of the incorporator is Mark A. Ellison and the incorporator's address is 1550 South Tech Lane, Meridian, Idaho 83642.
5. **Corporate Purpose.** The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
6. **Voting.** Each outstanding share entitled to vote shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.
7. **Indemnification.** The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).
8. **Limitation of Liability.** No director shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: the amount of a financial benefit received by a director to which he is not entitled; an intentional infliction of harm on the corporation or the shareholders; a violation of § 30-1-833, Idaho Code; or an intentional violation of criminal law.
9. **Effective Date.** These Articles of Incorporation shall be effective April 1, 2008.

In witness whereof, I have subscribed these Articles of Incorporation this 26th day of March, 2008.

Mark A. Ellison
Mark A. Ellison, Incorporator

IDAHO SECRETARY OF STATE
03/27/2008 05:00
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