

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

COLEMAN ENTERPRISES 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: August 23, 1938



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION

OF

COLEMAN ENTERPRISES INC.

AUG 17 11 30 AM '88

SECRETARY OF STATE

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, hereby sign and verify these articles as follows:

Article I

The name of the Corporation shall be Coleman Enterprises Inc.

Article II

The period of duration of the corporation shall be perpetual.

Article III

PURPOSE

The corporation is organized for the following purposes:

1. To acquire by purchase, lease, gift, devise, or otherwise, and to own, manage, use, hold sell, convey, exchange, lease, mortgage, work, improve, develop, and otherwise handle, deal in, trucking transportation, construction, contracting for construction, oil distribution, and any interest or right herein, whether as principal, agent, broker, or otherwise, and to manage, operate, service, equip, furnish, alter, and keep in repair transportation vehicles, construction equipment, of every kind, nature, and description, whether as principal, agent, broker, or otherwise, and generally to do anything and everything necessary and proper and to the extent permitted by law connection with the owning, managing, leasing, of the above mentioned descriptions.

2. To acquire by purchase, lease, gift, devise, or otherwise, and to own, manage, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, divide, and otherwise handle, deal in, and dispose of real estate, real property, and any interest or right herein, whether as principal, agent, broker, or otherwise, and to manage, operate, service, equip, furnish, alter, and keep in repair condominiums, dwellings, apartment houses, hotels, office buildings, and real and personal property of every kind, nature, and description, whether as principal, agent, broker, or otherwise, and generally to do anything and everything necessary and proper and to the extent permitted by law in connection with the owning, managing, leasing, of real estate and real estate properties.

3. To acquire by purchase, lease gift, devise or otherwise, and to own, manage, use, hold, sell, convey, exchange, lease, mortgage, work, improve, develop, and otherwise handle, deal in, and dispose of computer services, office supplies, consulting services, cleaning and maintenance services, construct, and any interest or right herein, whether as principal, agent, broker, manufacturer's representative, independent contractor, and generally to do anything and everything connection with the owning, owning, managing, leasing of these services.

4. To exercise any and all rights and powers which a corporation formed under the laws of the State of Idaho may now or hereafter exercise.

Article IV

STOCK

The amount of capital stock shall consist of fifty thousand (50,000) shares of common voting stock without par value.

Article V

COMMENCEMENT OF BUSINESS

The corporation shall not commence business until the consideration of the value of at least one hundred dollars (\$100.00) has been received for the issuance of shares of stock.

Article VI

PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right (subject to pragmatic adjustments to avoid the issue of fractional shares) to purchase shares of stock of this corporation that may hereafter from time to time be issued (whether or not presently authorized), including shares from the Treasury of the corporation, in the ratio that the number of shares of stock he holds at the time of the issue bears to the total number of shares of stock outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the stock preempted within thirty days of receipt of a notice in writing from the corporation inviting him to exercise the right.

1. Number. The number of directors constituting the initial board of directors shall be two (2).

Article IX

INCORPORATORS

The names and addresses of the incorporators, each of whom is a natural person over the age of twenty-one years, are as follows:

<u>Name</u>	<u>Address</u>
Terry R. Coleman	1715 West Flamingo #97 Nampa, Idaho 83651
Michael T. Coleman	Post Office Box 602 Nampa, Idaho 83651

Article X

POWERS

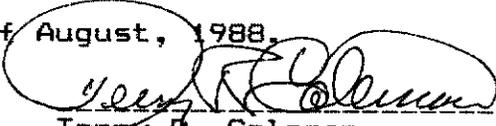
The corporation shall have power to transact all business and do all acts provided by the laws of the State of Idaho and particularly as are enumerated in the Idaho Business Corporation Act which are not inconsistent with these articles of incorporation the State of Idaho and may amend and repeal them from time to time.

Article XII

AMENDMENT OF ARTICLES

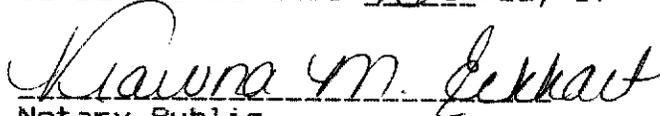
These articles may be amended in the particulars and by the methods provided in the Idaho Business Corporation Act.

Dated this 2 day of August, 1988.


Terry R. Coleman


Michael T. Coleman

SUBSCRIBED AND SWORN to before me this 16th day of August, 1988.


Notary Public
Residing at Nampa

My Commission Expires:

02-19-93