

# State of Idaho

## Department of State

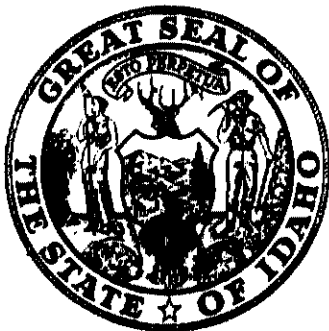
### CERTIFICATE OF INCORPORATION OF

I.L.P., 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: December 30, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Della Stenewald*

Corporation Clerk

**ARTICLES OF INCORPORATION**

**OF**

**I.L.P., INC.**

**DEC 30 2 04 PM '91**  
**SECRETARY OF STATE**

The undersigned, acting as the incorporator of I.L.P., INC., a corporation (hereinafter referred to as the *Corporation*) organized pursuant to and subject to the Idaho Business Corporation Act, Chapter 1, Title 30, Idaho Code, as now existing or hereafter amended and supplemented (hereinafter the *Act*), adopt the following Articles of Incorporation for the Corporation.

**ARTICLE I. NAME**

The name of the Corporation is I.L.P., INC.

**ARTICLE II. PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE III. PURPOSES**

The purposes for which the Corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith which are not forbidden by the Act, by other law or by these Articles of Incorporation.

**ARTICLE IV. AUTHORIZED SHARES**

The aggregate number of shares of capital stock which the Corporation shall have authority to issue is 1,000 shares of common stock. Said shares shall have no par value.

**ARTICLE V. PREEMPTIVE RIGHTS**

The shareholders of the Corporation shall have preemptive and preferential rights of subscription to any shares of stock of the Corporation, whether now or hereafter authorized, and to any securities which are convertible into such shares or which carry a right to subscribe or acquire shares.

## **ARTICLE VI. REDEMPTION**

The Corporation shall have the right to purchase, redeem, take, receive and otherwise to acquire, hold, own, pledge, transfer or otherwise dispose of its own shares, and purchases or redemptions of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted capital surplus available therefor.

## **ARTICLE VII. DISTRIBUTION FROM CAPITAL SURPLUS**

When and as determined by the Board of Directors, the Corporation may from time to time distribute to its shareholders out of capital surplus of the Corporation a portion of its assets in cash or property.

## **ARTICLE VIII. CUMULATIVE VOTING**

A shareholder entitled to vote at an election of directors shall have the power to cumulate votes for the election of directors.

## **ARTICLE IX. REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is 4646 South Cole Road, Boise, Idaho, 83709, and the name of its initial registered agent at such address is Marilyn D. White.

## **ARTICLE X. BOARD OF DIRECTORS**

The number of Directors of the Corporation shall be as specified in the Bylaws. The number of directors constituting the initial Board of Directors shall be two (2), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the shareholders and until successors shall have been elected and qualified are:


<b>Name</b>	<b>Address</b>
Marilyn D. White	5107 S. Chaps Pl. Boise
Phillip D. White	5107 S. Chaps Pl. Boise

## **ARTICLE XI. INCORPORATOR**

The names and address of the incorporator of the Corporation is:

Marilyn D. White, 5107 S. Chaps Pl., Boise, Idaho 83709.

DATED this 29th day of December, 1991.

  
\_\_\_\_\_  
Marilyn D. White