

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

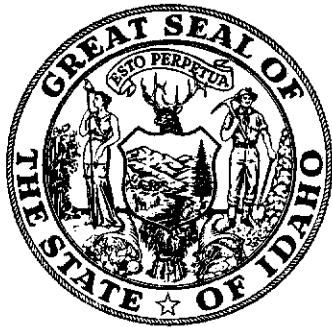
GEM STATE ANIMAL CONTROL, INC.

File number C 114591

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: April 17, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ma. Sible*

ARTICLES OF INCORPORATION *4/17/96*

OF

Gem State Animal Control, Inc.

SECRET 0364790
STATE OF IDAHO

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

Gem State Animal Control, Inc. shall be the name of the corporation.

ARTICLE II

PURPOSE

The purposes for which this corporation is organized are:

1. To assist municipalities, entities, or individuals in animal control; and
2. To transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE III

PLACE OF BUSINESS AND AGENT

The name of the registered agent and registered office of this corporation and the principal place for the transaction of its business is hereby designated as Tom Kelly Walker, 76 North 4000 East, Rigby, Idaho, 83442.

IDAHO SECRETARY OF STATE
DATE 04/17/1996 0900 55122

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ARTICLE IV

EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V

CAPITAL

The capital shall be evidenced by 10,000 common shares having no par value. This stock shall be issued pursuant to Section 1244 of the Internal Revenue Code. Such stock is, and shall remain, nonassessable.

ARTICLE VI

NO LIABILITY

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

ARTICLE VII

AMENDMENT

The Directors, by a two-thirds (2/3) vote, may repeal, amend and/or adopt new By-Laws, which By-Laws may be further repealed, amended and/or adopted by the shareholders by a two-thirds (2/3) vote of all issued and outstanding shares. In the event of an amendment by the shareholders, said By-Laws so amended cannot thereafter be repealed or amended by the Directors.

ARTICLE VIII

CAPITAL STOCK

The names and addresses of the shareholders together with the amount of capital stock actually subscribed to them are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>AMOUNT OF STOCK</u>
Tom Kelly Walker	76 North 4000 East Rigby, Idaho 83442	50 shares
Debra Lyn Walker	76 North 4000 East Rigby, Idaho 83442	50 shares

ARTICLE IX

NAME AND ADDRESS OF BOARD OF DIRECTORS

The names and addresses of the Board of Directors elected by the Shareholders are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Tom Kelly Walker	76 North 4000 East Rigby, Idaho 83442
Debra Lyn Walker	76 North 4000 East Rigby, Idaho 83442

ARTICLE X

NAME, ADDRESS, AND TITLE OF OFFICERS

The names, addresses, and titles of Officers elected by the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Tom Kelly Walker	76 North 4000 East Rigby, Idaho 83442	President
Debra Lyn Walker	76 North 4000 East Rigby, Idaho 83442	Secretary

ARTICLE XI
INCORPORATOR

The incorporator is R. James Archibald, 215 Farnsworth Way,
P.O. Box 36, Rigby, Idaho, 83442.

DATED in duplicate original this 2 day of April, 1996.

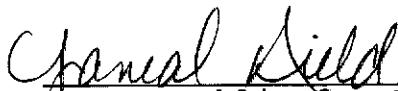

R. James Archibald

STATE OF IDAHO)
) ss
County of Jefferson)

On this 2 day of April, 1996, before me, the undersigned,
a Notary Public in and for said State, personally appeared R. James
Archibald, known to me to be the person whose name is subscribed to
the foregoing Articles of Incorporation, 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 in this acknowledgement first above
written.

(Seal)



Notary Public for Idaho
Residing at Genesville
My Commission Expires 12/2002