



CERTIFICATE OF INCORPORATION  
OF

JENSEN-LEAVITT INSURANCE AGENCY, INC.

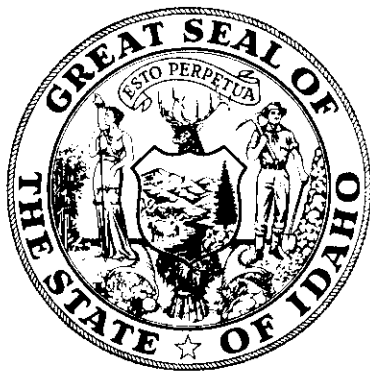
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

JENSEN-LEAVITT INSURANCE AGENCY, INC.

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 12, 1982



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
JENSEN-LEAVITT INSURANCE AGENCY, INC.

We, the undersigned, hereby associate ourselves for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby agree to and adopt the following Articles of Incorporation.

ARTICLE I

Corporate  
Name:

The name of this corporation is Jensen-Leavitt Insurance Agency, Inc.

ARTICLE II

Principal  
Office:

The principal office and place of business of this corporation shall be located at 513 5th Street, Rupert, Idaho 83350.

ARTICLE III

Duration:

This corporation shall exist perpetually, unless dissolved according to law.

ARTICLE IV

Nature of  
Business:

The business of this corporation in general terms shall be to carry on the business of a general insurance and bonding agency, and in pursuit thereof, to do all things necessary and incidental to such business. This corporation may engage in any lawful activity and shall have all general and specific powers conferred upon corporations by the laws of the State of Idaho.

ARTICLE V

Authorized  
Stock:

The authorized stock of this corporation shall consist of One Thousand (1,000) shares of common capital stock of the par value of One Dollar (\$1.00) per share. Each share of stock shall be entitled to one vote on any matter submitted to the shareholders for vote according to the laws of the State of Idaho.

Any unissued shares of this corporation may be issued, allocated, and sold from time to time, in such amounts and for such consideration as may be lawfully determined by the Board of Directors, subject to the pre-emptive rights of the shareholders.

#### ARTICLE VI

Registered  
Office &  
Agent:

The initial registered office of this corporation shall be located at 513 5th Street, Rupert, Idaho, and the name of its initial registered agent shall be Blaine Jensen.

#### ARTICLE VII

Receipt of  
Consideration:

The corporation will not commence conducting its business until consideration of the value of at least One Thouand Dollars (\$1,000.00) has been received for the issuance of its shares.

#### ARTICLE VIII

Board of  
Directors:

The initial Board of Directors of this corporation shall consist of three members. A quorum shall consist of two directors. The number of directors may be increased by amendment to the By-Laws of this corporation. Until the first annual meeting of the shareholders, and until their successors are elected and qualified, the Board of Directors shall consist of the following named persons:

<u>Name</u>	<u>Address</u>
Dixie Leavitt	393 South 700 West Cedar City, Utah 84720
Michael O. Leavitt	1872 Laird Avenue Salt Lake City, Utah 84108
Blaine Jensen	501 4th Street Rupert, Idaho 83350

#### ARTICLE IX

Earnings:

The earnings of this corporation available for distribution of dividends under the laws of the State of Idaho shall be distributed to the shareholders at such times and in such amounts as the Board of Directors in its discretion from time to time may determine.

## ARTICLE X

By-Laws: The Board of Directors shall enact By-Laws for the conduct, regulation and management of the affairs of this corporation, subject to the rights of the shareholders, at any general meeting or at a special meeting thereof called and held for that purpose, to alter, amend, revise or repeal the same.

## ARTICLE XI

Directors' Contracts: No contract, act or transaction of this corporation with any person, firm, corporation, partnership, or association shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction or in any way connected with such person, firm, corporation, partnership or association; and each person who may become a director of this corporation is hereby released from liability which might otherwise exist from contracting with this corporation for the benefit of himself or any firm, partnership, association or corporation which he may be in any way interested.

## ARTICLE XII

Power to Sell Assets: In carrying on the business of this corporation, the Board of Directors is authorized and empowered to sell, exchange, mortgage, hypothecate, pledge or otherwise dispose of, deal with and encumber any and all of the real or personal property of this corporation; upon such terms and conditions as the Board of Directors may deem just and proper and in the best interests of this corporation, without prior authorization or subsequent confirmation by vote of the shareholders.

## ARTICLE XIII

Liability of Shareholders: The private property of the shareholders of this corporation shall not be liable or responsible for the debts or obligations of this corporation.

ARTICLE XIV

Amendments: These Articles of Incorporation may be amended in any respect conforming to laws of the State of Idaho by a vote of the majority of the issued and outstanding common capital stock of the corporation, upon proper notice, at any meeting of the shareholders, whether annual or special.

ARTICLE XV

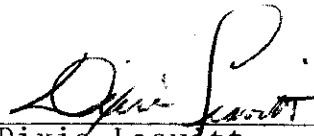
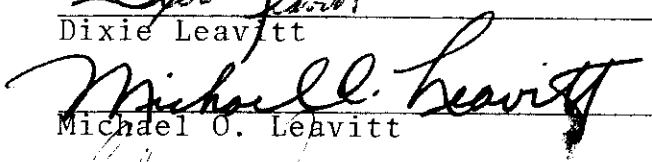
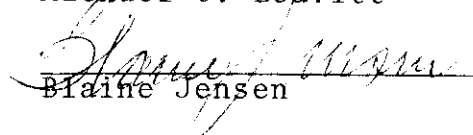
Names of The names and addresses of each incorporator of this cor-  
Incorporators: poration are:

<u>Name</u>	<u>Address</u>
Dixie Leavitt	393 South 700 West Cedar City, Utah 84720
Michael O. Leavitt	1872 Laird Avenue Salt Lake City, Utah 84108
Blaine Jensen	501 4th Street Rupert, Idaho 83350

ARTICLE XVI

Officers: The officers of this corporation shall consist of a President, a Vice President, and a Secretary/Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as may be prescribed by the By-Laws. One person may hold more than one office of the corporation, except that the President shall not also be the Secretary.

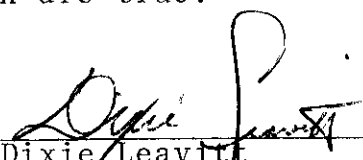
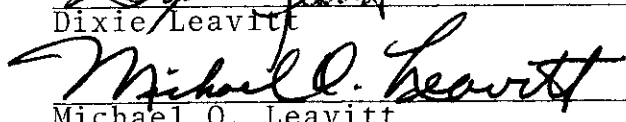
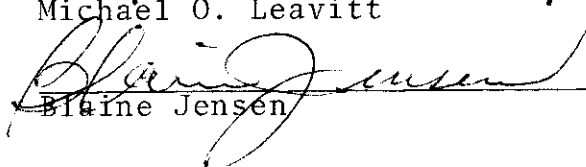
IN WITNESS WHEREOF, we have hereunto set our hands this  
6<sup>th</sup> day of April, 1982.

  
Dixie Leavitt  
  
Michael O. Leavitt  
  
Blaine Jensen

STATE OF IDAHO

COUNTY OF

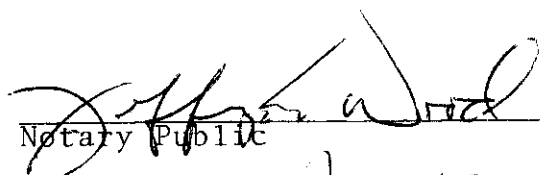
On this 6 day of April, 1982, personally appeared before me, Dixie Leavitt, ~~Michael O. Leavitt~~ and Blaine Jensen, who being first duly sworn, did depose and say, each for himself and not one for the other, that he is one of the incorporators named herein and who subscribed to the foregoing Articles of Incorporation of Jensen-Leavitt Insurance Agency, Inc., and it is their bona fide intention to carry on the business mentioned and authorized in said Articles and that the statements contained herein are true.

  
Dixie Leavitt  
  
Michael O. Leavitt  
  
Blaine Jensen

Subscribed and sworn to before me this 6 day of April 1982.

My commission expires:

At Death

  
Notary Public  
Residing at:  Rupert Idaho