

ARTICLES OF INCORPORATION

OF

GEM 9, INC.

FILED
Aug 28 3 38 PM '98

SECRETARY OF STATE
STATE OF IDAHO

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

FIRST: The name of the corporation is GEM 9, INC.

SECOND: The period of its duration is perpetual, unless dissolved by action of the stockholders or by operation of law.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The corporation shall have authority to issue one thousand (1,000) shares of stock, all of one class, \$100.00 par value.

FIFTH: Provisions denying preemptive rights are: NONE.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: NONE.

SEVENTH: The address of the initial registered office of the corporation is 1331 11th Avenue North Extension, Nampa, Idaho 83687, and the name of its initial registered agent at such address is DONALD W. SHEPHERD.

EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is two (2), and the name and address of the person who is to be the first president of the corporation is

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Directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Donald W. Shepherd	1331 11th Ave. No. Ext. Nampa, Idaho 83687
Carol Shepherd	1331 11th Ave. No. Ext. Nampa, Idaho 83687

NINTH: The name and address of each Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Donald W. Shepherd	1331 11th Ave. No. Ext. Nampa, Idaho 83687

Dated this 27 day of August, 1998.


DONALD W. SHEPHERD