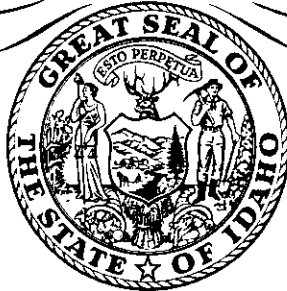


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

IONA POSSE, INC.

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **August,** A. D. One Thousand Nine Hundred **Sixty-three** and is duly recorded on Film No. **124** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Iona** in the County of **Bonneville** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **27th** day of **August**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

IONA POSE INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens of the United States, of legal age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and do hereby certify:

FIRST

The name of the corporation is

IONA POSE, INC.

SECOND

This corporation is not formed for profit.

THIRD

That the nature of the business and the objects and purposes for which this corporation is formed are:

1. To take, own, hold, deal in, mortgage, lease, sell, exchange, transfer or in any manner dispose of any property, lease-holds and any other interests, estates and rights in real property; to purchase or otherwise acquire in any lawful manner and to hold, own, mortgage, lease, sell, assign, exchange, transfer and in any manner dispose of, to deal in and trade in, and with any and every class of personal property and/or mixed property, and any franchises, privileges and licenses necessary, convenient or appropriate for any of the purposes herein expressed.
2. To borrow or loan money with or without security therefore; to issue promissory notes, bonds, debentures and other evidences of indebtedness.
3. To make, enter into and perform contracts of every kind for any lawful purpose with any person, firm or association, corporation, municipality, body politic, county, state, or government.
4. The corporation need not carry out or engage in the pursuit of all the foregoing purposes, but it shall be sufficient if at any time the corporation is engaged in any one or more of such purposes.
5. To have one or more officers to conduct its business and promote its objects

within and without the State of Idaho in other states and territories of the United States, or other countries, subject, however, to the laws and limitations of such state, territory or country.

6. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any parts or part thereof, provided the same be not inconsistent with the laws of the State of Idaho.

FOURTH

The existence of this corporation is to be perpetual after the time of its incorporation unless sooner dissolved or disincorporated pursuant to law.

FIFTH

The principal place of business and the registered office of this corporation in this state shall be in the Village of Jona, Bonneville County, State of Idaho.

SIXTH

This corporation is organized without capital stock. The rights and interests of all members shall be equal, and no member may acquire or have a greater interest therein than any other member. Membership in the corporation may be acquired in such manner and upon such terms and conditions as shall be prescribed by the By-Laws. Membership certificated shall be issued to each member of the corporation upon payment of the membership fee, and in compliance with the other qualifications and conditions of obtaining membership. The membership fee shall be in an amount to be fixed by the By-Laws. Membership certificates shall not be transferrable except by resolution of the Board of Directors and under such regulations as the By-Laws may prescribe.

SEVENTH

The number of directors of this corporation shall be not less than six nor more than eleven as shall be fixed by the By-Laws of this corporation, and the number of directors may be increased or decreased within these limits from time to time by vote of the members in accordance with the By-Laws of the corporation. The six incorporators of this association shall act as and constitute the Board

of Directors of this corporation until the first meeting of members and the regular election of directors of said corporation, with Don Morgan as President, Lynn Hansen as Vice President and Dean Evans as Secretary-Treasurer.

WITTH.

That each of the incorporators hereof has actually subscribed for membership in this association.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 5th day of August, 1963, with our post office addresses set opposite our respective names.

<u>Names</u>	<u>Addresses</u>
<u>Don B. Morgan</u>	<u>2500 E. Highway - Idaho Falls,</u>
<u>Lynn R. Hansen</u>	<u>1604 Lincoln St.</u>
<u>Dean Evans</u>	<u>Rt 3 Box 38 Idaho Falls,</u>
<u>J. T. Smith</u>	<u>Donna, Idaho</u>
<u>Dick Bellott</u>	<u>Box 164 Rt 1 Idaho Falls</u>
<u>Bob Longhurst</u>	<u>Donna, Idaho</u>
<u>Ralph Steele</u>	<u>Rt 3 Box 92 Idaho Falls</u>

State of Idaho)

ss

County of Bonneville)

On this 5th Day of August, in the year of 1963, before me, the undersigned a Notary Public in and for said State, personally appeared

Don B. Morgan

Lynn R. Hansen

Dean Evans

J. T. Smith

Ralph Steele

Dick Bellott

Robert Longhurst

Known to me to be the persons whose names are subscribed to be within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year in this certificate first above written.

My commission expires:

3-30-65

[Signature]
Notary Public for Idaho
Residing at Idaho Falls, Idaho