

State of Idaho

Department of State

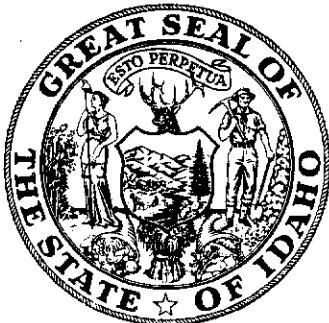
CERTIFICATE OF INCORPORATION OF

VICKY JOHNSON BUSINESS CONSULTANT AND SALES TRAINING INC.
File number C 116958

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: October 30, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Leslie Somack*

OCT 10 8 29 AM '96
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF

OCT 30 10 20 AM '96
SECRETARY OF STATE
STATE OF IDAHO

Vicky Johnson Business Consultant and Sales Training Inc.

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed natural persons of lawful age and citizens of the United
States, for the purpose of forming a corporation pursuant to the
provisions of the Idaho Business Corporation Act (Title 30, Idaho Code)
do hereby certify as follows:

FIRST

The name of the corporation is
Vicky Johnson Business Consultant and Sales Training Inc.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized
include the transaction of any or all lawful business for which
corporations may be incorporated under the Idaho Business Corporation
Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have
authority to issue is: 1000 Such shares are to
consist of one class only. The par value of each of such shares
shall be no par value, which stocks shall not be issued
until fully paid for, and once so issued shall be non-assessable.

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IDAHO SECRETARY OF STATE
DATE 10/10/1996 0900 31248
CK #: 1696209 CUST# 71450
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FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is:

1600 Canal

Coeur d' Alene, Idaho 83814

The name of the corporation's initial registered agent at such address is: Vicky Johnson

EIGHTH

The number of directors constituting the initial Board of Directors is: 10 1

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME Vicky Johnson

ADDRESS 1600 Canal Coeur d' Alene, Idaho 83814

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME Vicky Johnson

ADDRESS 1600 Canal Coeur d' Alene, Idaho 83814

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s)
and seal(s) this 8th day of October, 1996.

Vicky Johnson
Incorporator

Incorporator

Incorporator

Incorporator

STATE OF IDAHO

County of

Zootenai

ss.

On this 8 day of October, 1996.

before me, the undersigned, a Notary Public in and for said state,
personally appeared

Vicky Johnson

known to me to be the person(s) whose name(s) is/~~are~~ subscribed
to the within and foregoing instrument, and acknowledged to me
that (t)he(y) executed the same, and that (t)he(y) was/were (a)
person(s) of lawful age and citizen(s) of the United States of
America.

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

Cecil Kelly
Notary Public for the State of Idaho

Residing at:

Council Bluffs

My commission expires:

Nov 1997