



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

TODD & ASSOCIATES
a corporation duly organized and existing under the laws of **Montana** has fully
complied with Section 10 Article XI of the Constitution, and with Sections 30-501 and 30-502,
Idaho Code, by filing in this office on the **third** day of **January**
19 **77**, a properly authenticated copy of its articles of incorporation, and on the **third**
day of **January** 19 **77**, a designation of **Thomas Knight** in
the County of **Ada** as statutory agent for said corporation within the State of
Idaho, upon whom process issued by authority of, or under any law of this State, may be
served.

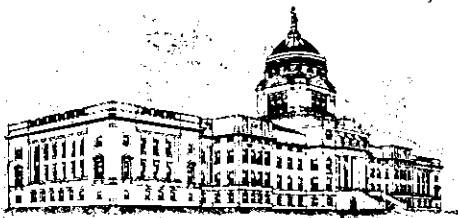
AND I FURTHER CERTIFY, That said corporation has complied with the laws of the
State of Idaho, relating to corporations not created under the laws of the State, as contained
in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a cor-
poration in Idaho, having the same rights and privileges, and being subject to the same
laws, as like domestic corporations.

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 **3rd** day of **January**,
A.D., 1977.

Pete T. Cenarrusa
Secretary of State

Corporation Clerk

Office of the Secretary of State



OF THE STATE OF MONTANA

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that the annexed is a full, true and correct copy of Articles of Incorporation of TODD & ASSOCIATES -

as received and filed in this office on the 3rd day of April - A. D. 1972. with Certificate issued thereon.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 30th day of December - A. D. 19 76.



Frank Murray
FRANK MURRAY
Secretary of State

By:

Jo Ann Woodgerd
Jo Ann Woodgerd
~~XXXXXXXXXXXX~~
Chief Deputy

Office of the Secretary of State



OFFICE OF THE SECRETARY OF STATE STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Incorporation for the incorporation of

TODD & ASSOCIATES

duly executed pursuant to the provisions of Section 35-2247 of the Revised Codes of Montana, 1947, have been received in my office and are found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to

TODD & ASSOCIATES

and attach hereto a duplicate original of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 3rd

(GREAT SEAL)

day of April A.D. 1972.

Frank Murray
FRANK MURRAY
Secretary of State

By *Gail M. DeWalt*
GAIL M. DeWALT
Chief Deputy

ARTICLES OF INCORPORATION

OF

TODD & ASSOCIATES

181048
STATE OF MONTANA
FILED
APR 15 1972

FRANK MURRAY
SECRETARY OF STATE

By *[Signature]*

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Montana Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is TODD & ASSOCIATES.

SECOND: The period of its duration is in perpetuity.

THIRD: The purpose or purposes for which the corporation is organized are to engage in a general consulting, advisory, management and supervisory business to and for other organizations, individuals, corporations and associations in the operation of their respective businesses of any kind.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is Fifty Thousand (50,000) with a par value of One Dollar (\$1.00) per share.

FIFTH: Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation 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 333 Great Falls National Bank Building, Great Falls, Montana, and the name of its initial registered agent at such address is GENE D. TODD.

EIGHTH: The number of Directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

GENE D. TODD

1719 - 1st Avenue South
Great Falls, Montana

MICHAEL J. TODD

1719 - 1st Avenue South
Great Falls, Montana

GEORGE ROBERT CROTTY, JR.

333 Great Falls National Bank Bldg.
Great Falls, Montana

NINTH:

The name and address of each incorporator is:

GENE D. TODD

1719 - 1st Avenue South
Great Falls, Montana

MICHAEL J. TODD

1719 - 1st Avenue South
Great Falls, Montana

GEORGE ROBERT CROTTY, JR.

333 Great Falls National Bank Bldg.
Great Falls, Montana

DATED this 20 day of February, 1972.

Gene D. Todd
Michael J. Todd
George Robert Crotty, Jr.

STATE OF MONTANA)
 ; ss.
County of Cascade)

On this 20 day of February, 1972, before me, the undersigned, a Notary Public for the State of Montana, personally appeared GENE D. TODD, MICHAEL J. TODD, and GEORGE ROBERT CROTTY, JR., known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year first hereinabove written.

Gene D. Todd
Notary Public for the State of Montana
Residing at Great Falls, Montana
My commission expires: December 4, 1973

seal
(NOTARIAL SEAL)