



CERTIFICATE OF INCORPORATION
OF

EXECUTIVE SERVICES, 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 _____

EXECUTIVE SERVICES, 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: *March 26, 1982*



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
EXECUTIVE SERVICES, INC.

The undersigned domestic corporation, acting as incorporation of a corporation under the Idaho Business Corporation Act, hereby adopts the following articles of incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation is Executive Services, Inc.

ARTICLE II
DURATION

The period of duration of this corporation shall be perpetual unless voluntarily dissolved or otherwise terminated according to law.

ARTICLE III
PURPOSES

The purposes for which this corporation is organized are:

- (1) To act as agent for insurance companies and provide insurance desired and needed.
- (2) To provide any other services desired and needed as appropriate for an insurance agent.

The corporation need not carry out or engage in the pursuit of all of the foregoing purposes, but it shall be sufficient if at any one time the corporation is engaged in any one or more of such purposes.

ARTICLE IV
AUTHORIZED SHARES

Section 1. The aggregate number of shares which this corporation shall have authority to issue is two thousand (2,000), all of which shall be common stock without nominal or par value, and which may be issued and sold from time to time by the corporation for such consideration and upon such terms as may from time to time be fixed by the Board of Directors without action by the stockholders.

Section 2. No stockholder shall sell, pledge or in anyway alienate his shares of stock without the approval of the other stockholders.

ARTICLE V
TRANSFERS OF STOCK

If a stockholder desires to dispose of his shares, said stockholder shall be obligated to sell said shares to this corporation, and this corporation shall be obligated to purchase said shares at the book value thereof at the time of said purchase.

ARTICLE VI
REGULATION OF THE INTERNAL AFFAIRS OF THE
CORPORATION

Th regulation and management of the internal affairs of this corporation shall be as provided in the bylaws of the corporation.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office is P.O.Box 1651, Sun Valley, Idaho, 83353-1651, Room 204, The Colonnade, Sun Valley Road, Ketchum, Idaho, and the name of its initial registered agent at such address is Ruth L. Axtell.

ARTICLE VIII
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and shall qualify is:

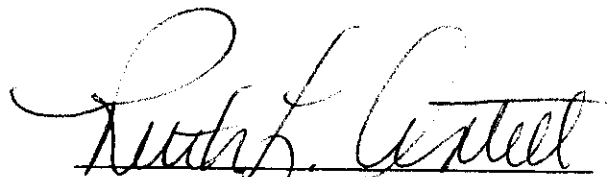
<u>NAME</u>	<u>ADDRESS</u>
Ruth L. Axtell	P. O. Box 1651 Sun Valley, ID 83353-1651

ARTICLE IX
INCORPORATION

The name and address of the incorporator of this corporation is:

Ruth L. Axtell
P. O. Box 1651
Sun Valley, ID 83353-1651

EXECUTED THIS 25th day of March, 1982.



Ruth L. Axtell

STATE OF IDAHO)
 :
County of Blaine)

On this 25th day of March, 1982, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared Ruth Flyte known to me to be the President of the corporation that executed the within ARTICLES OF INCORPORATION of Executive Services, Inc., and acknowledged to me that said corporation executed the same.

Louis Chandler
NOTARY PUBLIC FOR THE
State of Idaho,
residing at Ketchum
My commission expires lifetime.

(SEAL OF)
(SAID)
(NOTARY)