

CERTIFICATE OF INCORPORATION  
OF

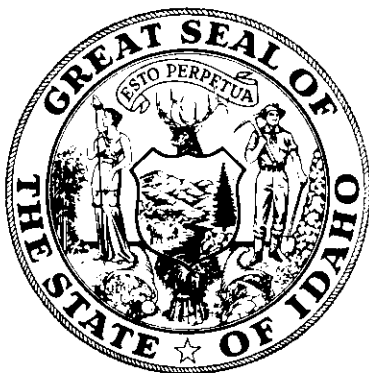
**BOSWELL & ASSOCIATES, INC.**

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 **BOSWELL & ASSOCIATES, 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: **January 23, 1984**



SECRETARY OF STATE

by: \_\_\_\_\_

JAN 2 3 1 1988

ARTICLES OF INCORPORATION  
OF  
BOSWELL & ASSOCIATES, INC.

ARTICLE I

NAME

The name of this corporation is BOSWELL & ASSOCIATES, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSES

The purpose for which this corporation is organized is the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

CAPITALIZATION

This corporation is authorized to issue only one class of shares, which shall be designated "common" shares. The total authorized number of such shares, which may be issued is 5,000. All of such shares shall have a ONE DOLLAR (\$1) par value.

ARTICLE V

PRINCIPAL OFFICE AND AGENT

The location in the State of Idaho where the principal office for the transaction of the business of this corporation is to be located shall be the City of Ketchum. The name and address in this state of the corporation's initial registered agent is Brian L. Ballard, 319 Walnut Avenue, P. O. Box 297, Ketchum, Idaho 83340.


ARTICLE VI

INCORPORATORS AND DIRECTORS

The incorporators and directors and their addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LINDA B. BOSWELL	P. O. Box 2537 Sun Valley, Idaho 83353
KEITH A. WOSEPKA	P. O. Box 2537 Sun Valley, Idaho 83353

IN WITNESS WHEREOF, for the purpose for forming this corporation under the laws of the State of Idaho, the undersigned incorporator of this corporation has executed these Articles of Incorporation this 20 day of January, 1984.

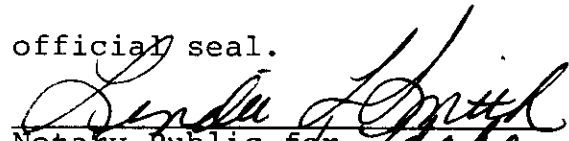
  
LINDA B. BOSWELL  
Incorporator

  
KEITH A. WOSEPKA  
Incorporator

STATE OF Idaho )  
COUNTY OF Blaine ) ss.

On this 20 day of January, 1984 before me, the undersigned, a Notary Public in and for said county and state, personally appeared LINDA B. BOSWELL and KEITH A. WOSEPKA, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

  
Notary Public for Idaho  
Residing at Boise

b2/m