



CERTIFICATE OF INCORPORATION
OF

FINANCIAL STRATEGIES, INC.

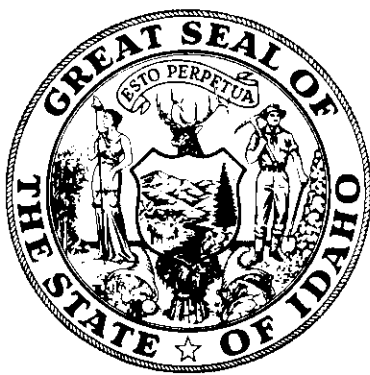
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

FINANCIAL STRATEGIES, 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: **September 16, 1983**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
FINANCIAL STRATEGIES, INC.

321 16 9 01 AM '83 We, the undersigned natural persons being more than
twenty-one years of age, acting as incorporators of a corporation
pursuant to the provisions of the Idaho Business Corporoation Act,
to hereby adopt the following Articles of Incorporation for such
corporation:

ARTICLE I

NAME

The name of the Corporation hereby created shall be:

FINANCIAL STRATEGIES, INC.

ARTICLE II

DURATION

The Corporation shall continue in existence perpetually
unless sooner dissolved according to law.

ARTICLE III

PURPOSES

The purpose or purposes for which the Corporation is
organized are:

To act as a general agency for various life insurance
companies for the sale of life and disability insurance.

To engage in any and all other acts and activities related
to or in connection with the aforesaid purposes.

To engage in any other business of enterprise and any
other acts or activities for which Corporations may be organized
under the laws of the State of Idaho and to exercise such other
powers and engage in all transactions as permitted by the laws of
the State of Idaho.

ARTICLE IV

CAPITALIZATION

The Corporation shall have authority to issue 5,000
common shares, all of which shall have a par value of \$1.00 per
share. Each share shall have equal rights as to voting and in
the event of dissolution or liquidation.

ARTICLE V

PAID-IN CAPITAL

The Corporation shall not commence business until consideration of a value of at least \$1,000.00 has been received by it as consideration for the issuance of its shares.

ARTICLE VI

OFFICERS AND DIRECTORS CONTRACTS

No contract or other transaction between the Corporation and any firm or other corporation shall be affected by the fact that a director or officer of this Corporation has an interest in, or is a director or officer of such firm or other corporation. Any officer or director, individually or with others may be a party to, or may have an interest in, any transaction of this Corporation or any transaction in which this Corporation is a party or has an interest. Each person who is or may become an officer or director of this Corporation is hereby relieved from liability that might otherwise obtain in the event such officer or director contracts with this Corporation for the benefit of himself or any firm or corporation in which he may have an interest, provided such officer or director acts in good faith.

ARTICLE VII

DIRECTORS

Provisions for the regulation of the internal affairs of the Corporation are as follows:

The affairs and management of the Corporation shall be under the control of a Board of Directors consisting of not less than three (3) nor more than nine (9) members as determined, from time to time, by the Board of Directors.

The original Board of Directors shall be comprised of three (3) persons. The names and residence addresses of the persons who are to serve as directors until the first annual meeting of the shareholders and until their successors are elected and shall qualify are as follows:

Timothy Fred Preston

2039 Occidental Avenue
Burley, Idaho 83318

Vincent E. Barborka

Rt. 2 Box 2022
Burley, Idaho 83318

Stephen T. Preston

1322 South 300 West
Bountiful, Utah 84010

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is: *Rt. 1826 Oakland Avenue as per Tonia* P.O. Box 807 Burley, Idaho 83318, and the name of its initial registered agent at such address is:

Vincent E. Barborka and Timothy Fred Preston.

ARTICLE IX

INCORPORATORS

The names and residence addresses of the incorporators are:

Timothy Fred Preston

2039 Occidental Avenue
Burley, Idaho 83318

Vincent E. Barborka

Rt. 2 Box 2022
Burley, Idaho 83318

Stephen T. Preston

1322 South 300 West
Bountiful, Utah 84010

DATED this 14 day of September, 1983.

INCORPORATORS

Timothy Fred Preston
Timothy Fred Preston

Vincent E. Barborka
Vincent E. Barborka

Stephen T. Preston
Stephen T. Preston

STATE OF IDAHO)
) ss.
County of Cassia)

I, the undersigned, a Notary Public in and for said State, hereby certify that on the 14 day of September, 1983, personally appeared before me Timothy Fred Preston, Vincent E. Barborka, and Stephen T. Preston, who being by me first sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

(SEAL)

Tonia Poulsen
Notary Public for Idaho
Residing at:
My commission expires: 7/2/86