



CERTIFICATE OF INCORPORATION
OF

VERTICAL SYSTEMS, 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 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: March 30, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra M. Cantor*

ARTICLES OF INCORPORATION

OF

VERTICAL SYSTEMS, INC.

The undersigned, acting as the incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: That the name of the corporation is:

VERTICAL SYSTEMS, INC.

SECOND: That the period of its duration is perpetual.

THIRD: That the purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: That the aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000), all of one class, of no par value per share.

FIFTH: That the address of the initial registered office of the corporation is 530 West 20th Street, Idaho Falls, Idaho 83402; that the name of its initial registered agent at such address is: Michael L. Reed.

SIXTH: The Shareholders of the corporation may, from time to time, distribute to themselves out of capital surplus of the

corporation a portion of its assets, in cash or property, subject to the following provisions;

(a) No such distribution shall be made at a time when the corporation is insolvent or when such distribution would render the corporation insolvent;

(b) No such distribution shall be made unless it is authorized by the affirmative vote of the holders of a majority of the outstanding shares.

(c) Each such distribution, when made, shall be identified as a distribution from capital surplus and the amount per share disclosed to the Stockholder receiving the same concurrently with the distribution thereof.

SEVENTH: That 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 the Stockholders or until their successor is elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Michael L. Reed	320 East 18th Street Idaho Falls, Idaho 83401
Eugene Raymond Starnes	Route #8, Box 32 Idaho Falls, Idaho 83401
Betty Thompson	4505 Boeing Boise, Idaho 83705

EIGHTH: That the names and addresses of the incorporators are:

Name

Address

Michael L. Reed

320 East 18th Street
Idaho Falls, Idaho 83401

Eugene Raymond Starnes

Route #8, Box 32
Idaho Falls, Idaho 83401


Margo Starnes

Route #8, Box 32
Idaho Falls, Idaho 83401

Betty Thompson


4505 Boeing
Boise, Idaho 83705

Dated this 27 day of March, 1987.


Michael L. Reed


Eugene Raymond Starnes



Margo Starnes


Betty Thompson

STATE OF IDAHO)
) ss.
County of Bonneville)

ON THIS 27th day of March, 1987, before me, Daniel J. Nelson, a Notary Public in and for said State, personally appeared MICHAEL L. REED, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that he executed the same.

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




Notary Public for Idaho
Residing at Idaho Falls, Idaho
Commission Expires: Permanent

STATE OF IDAHO)
) ss.
County of Bonneville)

ON THIS 27th day of March, 1987, before me, Daniel J. Nelson, a Notary Public in and for said State, personally appeared EUGENE RAYMOND STARNES and MARGO STARNES, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same.

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

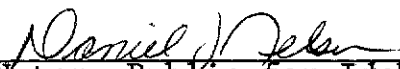


Notary Public for Idaho
Residing at Idaho Falls, Idaho
Commission Expires: Permanent

STATE OF IDAHO)
) ss.
County of Bonneville)

ON THIS 27th day of March, 1987, before me, Daniel J. Nelson, a Notary Public in and for said State, personally appeared BETTY THOMPSON, known to me to be the person whose name is subscribed to the within and foregoing instrument, and acknowledged to me that she executed the same.

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



Notary Public for Idaho
Residing at Idaho Falls, Idaho
Commission Expires: Permanent