



ARTICLES OF INCORPORATION

(General Business)

(Instructions on back of application)

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

FILED/EFFECTIVE

2002 APR 26 AM 10:28

SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be: Quilter Brothers Incorporated

Article 2: The number of shares the corporation is authorized to issue: 100

Article 3: The street address of the registered office is: 10747 Southerland, Boise Idaho, 83709

 and the registered agent at such address is: Brett Quilter

Article 4: The name and address of the incorporator are: Brett Quilter 10747 Southerland Boise ID
83709

Article 5: The mailing address of the corporation shall be: 10747 Southerland, Boise Idaho, 83709

Optional articles:

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Signature of at least one incorporator:

Brett Quilter

Typed Name: Brett Quilter

Typed Name:

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Web Form

IDAHO SECRETARY OF STATE
04/26/2002 05:00
CK: 4559 CT: 135777 BH: 461964
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ADDITIONAL ARTICLES OF INCORPORATION

Article 6: The Purpose of the Corporation is to be a for profit entity.

Article 7: The corporation will be organized as a Sub-chapter S Corporation under IRS rules.

Article 8: The corporation will be the sole property of Clint Quilter and Brett Quilter, brothers operating as equal owners.

Article 9: The Corporation has authorized and issued 100 shares of stock, which will remain privately held and split, 50 shares each, by Clint Quilter and Brett Quilter.

Article 10: The Officers of the Corporation will consist of a President, Vice President and Secretary/Treasurer.

Article 11: Clint Quilter will be the Corporation's President and CEO. Brett Quilter will serve as the corporation's Vice President and CFO. Elke Quilter will act as the Corporations Secretary.

Article 12: The Corporation Officers will meet annually at the end of the Corporations fiscal year to discuss business, declare dividends, finalize end of year financial obligations.

Article 13: The Corporation shall continue indefinitely and shall only be dissolved by agreement of Clint Quilter and Brett Quilter.

Article 14: In the event of the death of either Clint Quilter or Brett Quilter, their ownership interest shall transfer to their respective heirs.

Article 15: Dissolution:

In the event of dissolution, the corporations assets will be liquidated and the proceeds will be used to resolve any debts, with the remainder split equally between the parties based on shares owned.