

CERTIFICATE OF INCORPORATION  
OF

V.B.A., INC.

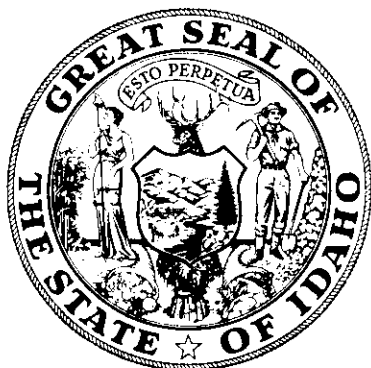
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

V.B.A., 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: **June 3, 1983**



SECRETARY OF STATE

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

JUN 3 3 05 PM '83

ARTICLES OF INCORPORATION  
V.B.A., INC. SECRETARY OF STATE

I, being a natural person of full age, and a citizen of the United States or of its territories or possessions, have this day executed these Articles for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt these Articles of Incorporation as follows:

ARTICLE ONE

NAME OF CORPORATION

The name of the Corporation is V.B.A., INC.

ARTICLE TWO

PURPOSE OF INCORPORATION

The nature of the business and the objects and purposes to be transacted, promoted, and carried on by the Corporation are to do any and all of the things herein mentioned as fully and to the same extent a natural person might or could do in any part of the world as follows:

To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

ARTICLE THREE

DURATION

The duration of the Corporation is perpetual.

## ARTICLE FOUR

### REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of the Corporation shall be Verla Archibald, and the initial registered office shall be located at Route 2 Box 319, Rexburg, Idaho 83440.

## ARTICLE FIVE

### STOCK

The total number of par value shares which the Corporation shall have authority to issue is 50,000 each having no par value.

The stock of the Corporation is divided into 50,000 shares of a single class, each share having equal rights and each share having one vote. All stock when fully paid for shall be non-assessable.

## ARTICLE SIX

### BOARD OF DIRECTORS AND BYLAWS

The Corporation shall have the power to establish a Board of Directors and adopt appropriate Bylaws. The duties of the Board of Directors and its officers shall be established by the Bylaws of the Corporation. The Board of Directors shall have the authority to amend the Bylaws of the Corporation by a vote of the majority of the Board of Directors. However, the Board of Directors shall not have the power to sell the business nor to sell a significant part of the Corporation assets without first obtaining the approval of two-thirds (2/3) of the shareholders in the Corporation. Each member of the Board of Directors need not be a shareholder of the Corporation. The name and address of the

person who is to serve as Director until the first annual meeting of the Shareholders or until his successors are elected and shall qualify are:

Name	Address
Verla Archibald	Route 2 Box 319 Rexburg, ID 83440

ARTICLE SEVEN

INCORPORATORS

The name and address of the incorporator is:

Name	Address
Verla Archibald	Route 2 Box 319 Rexburg, ID 83440

Executed in duplicate this 11 day of May, 1983.

Verla B. Archibald  
Incorporator

STATE OF IDAHO )  
COUNTY OF MADISON ) :SS

On this 11<sup>th</sup> day of ~~April~~ May, in the year of 1983, before me, a Notary Public in and for said State, personally appeared VERLA ARCHIBALD, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

Shirley A. Nelson  
Notary Public  
Residing In Payson, Idaho  
My Commission Expires: 5/1/86