



CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

CLEARWATER DATA PROCESSING INC.

was filed in the office of the Secretary of State on the **Thirteenth** day of **August,** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **129** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for

perpetual existence from the date hereof, with its registered office in this State located at

Lewiston

in the County of

Nez Perce.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **13th** day of **August**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION

of

CLEARWATER DATA PROCESSING, INC.

We, J. Charles Jameson and Marjorie K. Jameson of Clarkston, Asotin County, Washington, and Harry L. Fry of Lewiston, Nez Perce County, Idaho, being all citizens of the United States hereby associate ourselves together for the purpose of forming a corporation pursuant to Chapter I of Title 30, Idaho Code, and acts supplemental thereto and amendatory thereof, and we do hereby adopt and certify the following articles of incorporation, to-wit:

ARTICLE I. (Name)

The name of this corporation shall be "CLEARWATER DATA PROCESSING INC."

ARTICLE II. (Term)

The term of existence of this corporation shall be perpetual.

ARTICLE III. (Purposes)

The purposes for which this corporation is formed are:

To mechanically or electronically or otherwise process data supplied by any business or corporation and to do any and all acts incidental thereto;

Without, in any particular, limiting any of the objects or purposes or powers of the company, it is hereby expressly declared and provided that the company shall have power to do all acts or things necessary, incidental or convenient to do, or calculated directly or indirectly, to promote the interests of the company, or enhance the value or render profitable any of its property or rights; and in carrying on its business, or for the purpose of obtaining or furthering any of its objects, to do any and all acts and things and to exercise any and all other powers which a natural person could do and exercise and which now or hereafter may be authorized by law.

ARTICLE IV
(Principal Office)

The place where the principal office of this corporation shall be maintained, and its principal place of business is Lewiston, Nez Perce, Idaho; but the company may maintain offices and transact business in any other state in the United States when authorized by the laws of such state so to do, and the registered address of this corporation in the State of Idaho, shall be Lewiston, Nez Perce County, Idaho.

ARTICLE V.
(Capital Stock)

The total authorized capital stock of this corporation is the sum of Twenty-five Thousand Dollars (\$25,000.00) divided into two hundred fifty (250) shares of the par value of One Hundred Dollars (\$100.00) per share. It may be issued by the corporation from time to time for such considerations as labor, service, money or property, real or personal, as may be fixed from time to time by the Board of Directors thereof. The stock of this corporation shall be non-assessable.

ARTICLE VI.
(Incorporation)

The names, post office addresses of the incorporators, each being of full legal age, and the number of shares of stock subscribed by each are as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
J. Charles Jameson	636 Sixteenth Street, Clarkston, Washington	1
Marjorie K. Jameson	636 Sixteenth Street, Clarkston, Washington	1
Harry L. Fry	3227 Eighth Street, Lewiston Orchards, Idaho	1

The incorporators shall serve as directors and shall manage and control the affairs of the corporation until the first meeting of shareholders for the adoption of by-laws and the completion of the organization.

ARTICLE VII
(Directors)


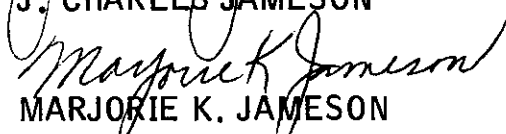
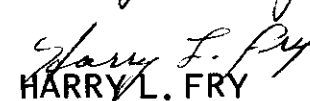
The number of directors of this corporation shall be not less than three (3) and not more than fifteen (15), and the number, qualification and terms of office,

manner of election, time, place and manner of calling meetings and powers and duties of the directors shall be prescribed by the by-laws.

ARTICLE VIII.
(Officers)

The officers of this corporation shall consist of a president, vice-president and secretary-treasurer, and such other officers as the Board of Directors of the corporation shall deem necessary, and the said officers shall be elected by the Board of Directors and hold office during the pleasure of the board. Each of the officers shall have such powers as may be conferred upon him by the by-laws of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals the
7th day of AUGUST, 1964.

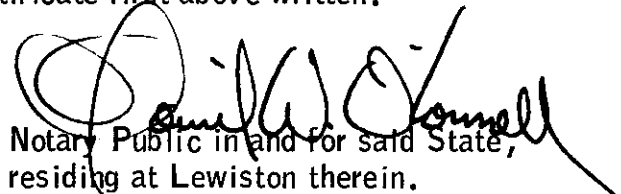
 J. CHARLES JAMESON	(SEAL)
 MARJORIE K. JAMESON	(SEAL)
 HARRY L. FRY	(SEAL)

STATE OF IDAHO)
) ss.
County of Nez Perce)

On this 7th day of AUGUST, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared J. CHARLES JAMESON, MARJORIE K. JAMESON and HARRY L. FRY, personally known to me to be the persons whose names are subscribed to the within 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.

(SEAL)


Notary Public in and for said State,
residing at Lewiston therein.