

103360

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

MICRON INVESTMENTS, 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: September 13, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE  
By *Ara Seik*

ARTICLES OF INCORPORATION  
OF

MICRON INVESTMENTS, INC.

SEP 13 4 29 PM '93  
SECRETARY OF STATE

THE UNDERSIGNED, a natural person of lawful age, does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation pursuant to the Idaho Business Corporation Act.

ARTICLE I

The name of the corporation is: Micron Investments, Inc.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The purpose for which the corporation is organized is any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares the corporation will have authority to issue is one million (1,000,000) shares of \$0.01 par value per share common stock.

## ARTICLE V

Shareholders shall have no preemptive rights to obtain or acquire any additional shares of the corporation.

## ARTICLE VI

Each outstanding share of stock of the corporation shall be entitled to one vote on each matter submitted to a vote of shareholders. Cumulative voting shall not be allowed for any purpose, including the election of directors.

## ARTICLE VII

The address of the initial registered office of the corporation is: 2805 East Columbia Road, Boise, Idaho 83706. The name of the initial registered agent of the corporation at such address is: Larry L. Grant.

## ARTICLE VIII

The number of directors of the corporation shall be that number determined in the manner provided in the Bylaws of the corporation. The initial board of directors shall be four in number. The name and address of each person who is to serve as a director until the first annual meeting of shareholders or until his successor be elected and qualify are set forth below:

Charles W. Tillinghast  
2805 East Columbia Road  
Boise, Idaho 83706

Gordon C. Smith  
999 Main Street  
Boise, Idaho 83707

Robert A. Lothrop  
1300 Candleridge Drive  
Boise, Idaho 83712

James W. Garrett  
2805 East Columbia  
Boise, Idaho 83706

## ARTICLE IX

The name and address of the incorporator is:

Roderic W. Lewis  
2805 East Columbia Road  
Boise, Idaho 83706

## ARTICLE X

To the full extent permitted by law, no director shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of director's duty of loyalty to the corporation or its shareholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) provided for under section 30-1-48, Idaho Code, or (d) for any transaction from which the director derived an improper personal benefit.

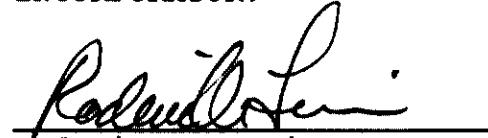
## ARTICLE XI

To the full extent permitted by law, the corporation shall, and is hereby obligated to, indemnify any person, or the heirs, executors, or administrators of such person, who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. Prior to

making any indemnification, the corporation shall make, or cause to be made, such determinations or decisions, following such procedures or methods, as are required by law.

Dated: September 13, 1993

INCORPORATOR:

  
Roderic W. Lewis