

**CERTIFICATE OF INCORPORATION
OF**

THE ADAGER CORPORATION

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: June 27, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Angie H. H. H.*

RECEIVED
ARTICLES OF INCORPORATION SEC. OF STATE
88 JUN 27 AM 11 38
OF

THE ADAGER CORPORATION

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

I.

The name of the corporation is The Adager Corporation.

II.

The period of its duration is perpetual.

III.

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

IV.

The street and mailing addresses of the initial registered office of the corporation are 120 East Avenue, Ketchum, Idaho, and P. O. Box 987, Ketchum, Idaho, respectively, and the name of its initial registered agent at such addresses is James P. Speck.

V.

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares, all of which shall be common stock with a par value of \$100.00 per share, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and mailing address of the person who is to serve as director until

the first annual meeting of shareholders is:

NAME	MAILING ADDRESS
F. Alfredo Rego	c/o Hogue, Speck & Aanestad P.O. Box 987 Ketchum, ID 83340

VII.

The name and mailing address of the Incorporator is:


NAME	MAILING ADDRESS
James P. Speck	Hogue, Speck & Aanestad P.O. Box 987 Ketchum, ID 83340

DATED this 23rd day of June, 1988.


JAMES P. SPECK

STATE OF IDAHO)
) ss.
County of Blaine)

I, Ruby Muña Becker, a notary public, do hereby certify that on this 23rd day of June, 1988, personally appeared before me James P. Speck, who, being by me first duly sworn, declared that he is the Incorporator of The Adager Corporation, that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: Sun Valley, ID
83340

adager.art

RECEIVED
SEC. OF STATE
ARTICLES OF INCORPORATION

88 JUN 27 AM 11 33

OF

THE ADAGER CORPORATION

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

I.

The name of the corporation is The Adager Corporation.

II.

The period of its duration is perpetual.

III.

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

IV.

The street and mailing addresses of the initial registered office of the corporation are 120 East Avenue, Ketchum, Idaho, and P. O. Box 987, Ketchum, Idaho, respectively, and the name of its initial registered agent at such addresses is James P. Speck.

V.

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares, all of which shall be common stock with a par value of \$100.00 per share, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and mailing address of the person who is to serve as director until

the first annual meeting of shareholders is:

NAME	MAILING ADDRESS
F. Alfredo Rego	c/o Hogue, Speck & Aanestad P.O. Box 987 Ketchum, ID 83340

VII.

The name and mailing address of the Incorporator is:


NAME	MAILING ADDRESS
James P. Speck	Hogue, Speck & Aanestad P.O. Box 987 Ketchum, ID 83340

DATED this 23rd day of June, 1988.


JAMES P. SPECK

STATE OF IDAHO)
) ss.
County of Blaine)

I, Ruby Mung Becker, a notary public, do hereby certify that on this 23rd day of June, 1988, personally appeared before me James P. Speck, who, being by me first duly sworn, declared that he is the Incorporator of The Adager Corporation, that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: Sun Valley, ID
83340

adager.art