

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

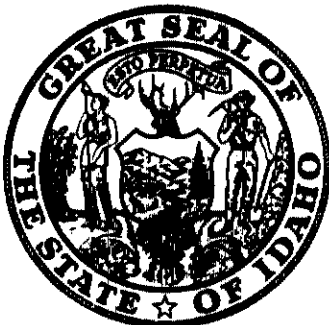
ST M, INC.

File number C 106712

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 20, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Redman*

ARTICLES OF INCORPORATION
OF
St M, Inc.

JUN 20 9 11 AM '94
SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as "Corporation") under the Idaho Business Corporation Act (the "Act") adopts the following Articles of Incorporation for the Corporation:

ARTICLE I
NAME

The name of the corporation shall be "St M, Inc."

ARTICLE II
PERIOD OF DURATION

The period of duration of the corporation is perpetual.

ARTICLE III
PURPOSE AND POWERS

Section 1. The purpose of which this Corporation is organized is: The transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other thing incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation.

Section 2. The Corporation shall have and may exercise all powers necessary or convenient to effect its purpose including but not limited to the statutory powers specified in the appropriate sections of the Nevada Code, as amended and supplemented.

ARTICLE IV
AUTHORIZED SHARES

Section 1. NUMBERS The aggregate number of shares of common stock which the Corporation shall have the authority to issue is 1,000 shares. The stock shall have a \$ 100.00 par value.

Section 2. DIVIDENDS The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in share of the capital stock of the Corporation.

Section 3. STOCK NON ASSESSABLE The private property of the shareholders of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

Section 4. VOTING POWER The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

**ARTICLE V
PREEMPTIVE RIGHTS**

Shareholders of the Corporation shall have preemptive and preferential rights of subscriptions of any shares of the Corporation, whenever now or hereafter authorized, or to obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock, shall first offer such issue of stock or obligations to the shareholders of the Corporation.

**ARTICLE VI
REGISTERED OFFICE**

The address of the initial registered office of the Corporation is 3790 Sandhollow Road, New Plymouth, Idaho, Canyon County, 83655, and the name of initial registered agent is Scott Myers.

**ARTICLE VII
BOARD OF DIRECTORS**

The number of Directors of the Corporation shall be as specified in the By-Laws. The number of Directors constituting the initial Board of Directors is one < 1 > and the name and address of the persons who are to serve as Directors until the first annual meeting or until their successors are elected and shall qualify is:

Name

Address

Scott Myers

3790 Sandhollow Road, New Plymouth, Idaho 83655

**ARTICLE VIII
INCORPORATOR**

Scott Myers

3790 Sandhollow Road, New Plymouth, Idaho 83655

Dated this 17th day of June 1994.

A handwritten signature, appearing to be 'S Myers', is written over a horizontal line.

State of Idaho)
 : ss
County of Canyon)

On this 17th day of June 1994, before me the undersigned notary public in and for the State of Idaho, personally appeared Scott Myers known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

In witness whereof, I have hereunto set my hand and affixed my official seal, the day and year above written herein.

W. J. Griggs
Notary Public for Idaho

Residing in Nampa
My Commission expires: 8/8/94