

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

MORGAN-MILLENSIFER, INC.

File number C 108913

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: January 5, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alta Sibel*

ARTICLES OF INCORPORATION

OF

JAN 5 1 30 PM '95

MORGAN-MILLENISIFER, INC.

SECRETARY OF STATE

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

FIRST: The name of the corporation is Morgan-Millensifer, Inc.

SECOND: The period of duration is perpetual.

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

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) of a par value of \$1.00.

FIFTH: Provisions denying preemptive rights are: none.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are set forth in the bylaws.

SEVENTH: The address of the initial registered office of the corporation is 9339 Maple Hill Dr., Boise, Ada County, Idaho 83709, and the name of its initial registered agent at such address is Gary R. Morgan.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
William Millensifer	3989 Cambria Way Boise, Idaho 83703
Gary R. Morgan	9339 Maple Hill Dr. Boise, Idaho 83709

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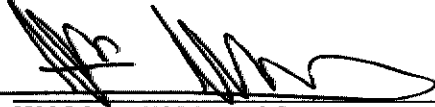
NINTH: The name and address of each incorporator is:

NAME

ADDRESS

William Millensifer 3989 Cambria Way
Boise, Idaho 83703

DATED: January 5, 1995




William Millensifer Incorporator

STATE OF IDAHO)
 (ss.
COUNTY OF ADA)

On this 5th day of Jan., 1995, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared William Millensifer, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and official Seal.



Notary Public for Idaho
Residing at Boise, Idaho
My Commission expires: April 6, 1995

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