

State of Idaho

Department of State

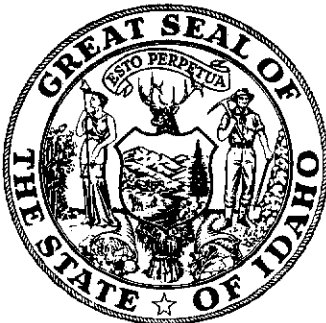
CERTIFICATE OF INCORPORATION OF

WESTERN DATA, INC.
File number C 113741

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: February 14, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sibel*

**ARTICLES OF INCORPORATION
OF
WESTERN DATA, INC.**

KNOW ALL MEN BY THESE PRESENTS; that the undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation shall be: WESTERN DATA, INC.

ARTICLE II

The Corporation is a perpetual entity.

ARTICLE III

The location of the registered office of the Corporation in the State of Idaho shall be 3533 Highland Drive, Coeur d'Alene, Idaho. The registered agent at the registered office of this corporation is DAVID E. PULSIPHER

ARTICLE IV

The Corporation is formed and organized to engage in the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act and as the Board of Directors may from time to time determine.

ARTICLE V

The aggregate number of shares of stock which this corporation shall have authority to issue is ONE THOUSAND (1,000) shares of common stock, all of one (1) class, at no par value per share.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation pursuant to the by-laws.

ARTICLE VII

The number of Directors of the Corporation shall be as specified in the Bylaws, and such number may from time to time be increased or decreased in such manner as shall be prescribed in the Bylaws, provided the number of Directors of the Corporation shall not be less than three (3).

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IDaho SECRETARY OF STATE
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be fewer than the number required by law. The initial board of Directors shall number one (1). In case of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of Stockholders and until their successors are elected and qualified.

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

Stockholders of the Corporation shall have preemptive and preferential rights of subscription to any shares of stock of the Corporation, whether now or hereafter authorized, and to any obligations of the Corporation convertible into stock.

The initial By-laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new bylaws, subject to repeal or change by action of the shareholders, shall be vested in the Board of Directors. Such power may be exercised by a majority vote of the Board of Directors at an annual or special meeting of the Board of Directors called for that purpose.

The Articles of Incorporation of the Corporation may be amended by a majority vote at any annual or special meeting of the Stockholders, either upon consideration of a resolution for amendment adopted by the holders of not less than ten percent (10%) of all shares entitled to vote at such meeting.

ARTICLE VIII

The name and mailing address of the initial director of the corporation, appointed by the incorporator to serve until his successor or successors are elected and shall qualify is:

NAME	ADDRESS
David E. Pulsipher	3533 P.O. Box 1739, Coeur d'Alene, Idaho 83816.

ARTICLE IX

The name and post office address of the incorporator is as follows:

NAME	ADDRESS
David E. Pulsipher	P.O. Box 1739, Coeur d'Alene, Idaho 83816.


IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of January, 1996.


DAVID E. PULSIPHER

STATE OF IDAHO)
 : SS
County of Kootenai)

On this 21st day of January, 1996, before me, the undersigned Notary Public, personally appeared DAVID E. PULSIPHER known or identified to me to be the persons whose names are subscribed to the foregoing ARTICLES OF INCORPORATION, 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 first above written.


Notary Public for Idaho
Residing at: Post Falls
Bond expires: 01/27/2000

