

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

RISING EAGLES, 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: July 6, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Mautner*

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ARTICLES OF INCORPORATION
RISING EAGLES, INC

Benton L. Reynolds, being over the age of eighteen (18) years of age and a citizen of the United State of America, for the purpose of forming a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation:

Article I

The name of this corporation shall be Rising Eagles, Inc

Article II

The duration of this corporation shall be perpetual.

Article III

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

Article IV

This corporation shall have the authority to issue fifty thousand (50,000) shares of capital stock of the par value of \$1.00 per share. There shall be no other class or shares of stock in this corporation.

Article V

This corporation will not commence business until consideration of the value of at least Five Hundred Dollars (500.00) has been received for the issuance of shares.

Article VI

The owners of shares of stock of this corporation shall not be entitled to pre-emptive rights to subscribe for or purchase any part of new or additional issues of stock or securities convertible into stock of any class whatsoever whether now or hereafter authorized, and whether issued for cash, property, services, by way of dividends, or otherwise.

Article VII

The Board of Directors shall have full power to adopt, alter, amend, or repeal the bylaws or adopt new bylaws. Nothing herein shall deny the concurrent power of the shareholders to adopt, alter, amend, or repeal the bylaws.

Article VIII

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in its articles of incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of shareholders of this corporation are granted subject to this reservation.

Article IX

The address of the registered office of this corporation 4120 Laurel apt. B, Coeur d' Alene, Idaho and the name of its registered agent at such address is Benton L. Reynolds.

Article X

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors shall be prescribed in the bylaws, but the number of the first directors shall be one (1), and he shall serve until his successor is elected and qualified, and his name and post office address are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Benton L. Reynolds	4120 Laurel apt. B Coeur d' Alene, ID 83814

Article XI

The name and post office address of the incorporator of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Benton L. Reynolds	4120 Laurel apt. B Coeur d' Alene, ID 83814

The incorporator has signed these articles of incorporation
this 2nd day of July, 1987

Benton L. Reynolds

STATE OF IDAHO
County of Kootenai

On this 2nd day of July, 1987, before me, the
undersigned, a Notary Public for Idaho, personally appeared
Benton L. Reynolds, known to me to be the persons whose name are
subscribed to the within instrument and acknowledged to me that
they executed the same.

Karen Cook

Notary Public for State of Idaho
Residing at: Coeur d'Alene, ID
My commission expires: 8-13-91