

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

T R TOPPERS, 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: December 23, 1993



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Handwritten Signature]*

ARTICLES OF INCORPORATION
OF
T R Toppers, Inc.

DEC 23 1 10 PM '93
SECRETARY OF STATE

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

I.

The name of this corporation shall be T R Toppers, Inc.

II.

The period of existence and duration of the life of this corporation shall be perpetual.

III.

The address of the initial registered office of this corporation is 1830 South Londoner Way, Boise, Idaho 83706. The name of the initial registered agent at such address is Robert L. Rode.

IV.

The nature of the business and the object and purpose of this corporation shall be as follows:

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

V.

The total authorized number of shares of this corporation shall be two hundred (200), of no par value, which said shares shall be common stock and shall not be subject to assessment.

ARTICLES OF INCORPORATION OF
T. R. TOPPERS, INC. - 1

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VI.

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Robert L. Rode	1830 South Londoner Way Boise, Idaho 83706

VII.

The first Board of Directors shall consist of four (4) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the Bylaws.

The following persons are named directors of the corporation to serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Robert Rode	1830 S. Londoner Way, Boise, Idaho 83706
Tim Rode	3115 Morris, Pueblo, Colorado 81008
Greg Rode	21 Newpark Lane, Pueblo, Colorado 81001
Neal Stuart	9831 West Ripley, Boise, Idaho 83704

VIII.

All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the State of Idaho.

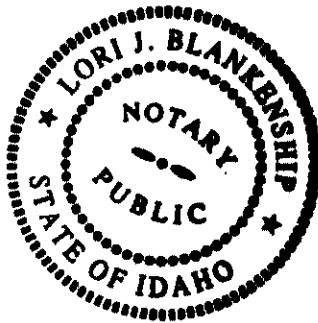
IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of
Incorporation this 23rd day of December, 1993.

Robert L. Rode
Robert L. Rode, Incorporator

STATE OF IDAHO)
) ss.
County of Ada)

On this 23rd day of December, 1993, before me, the undersigned, a notary public in and for said state, personally appeared Robert L. Rode known to me to be the person whose name is 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 in this certificate first above written.



John J. Blankenship
Notary Public for Idaho
Residing at Burns
Commission Expires 6-11-99

**ARTICLES OF INCORPORATION OF
T. R. TOPPERS, INC. - 3**