



CERTIFICATE OF INCORPORATION  
OF

*HILL ENTERPRISES, INC.*

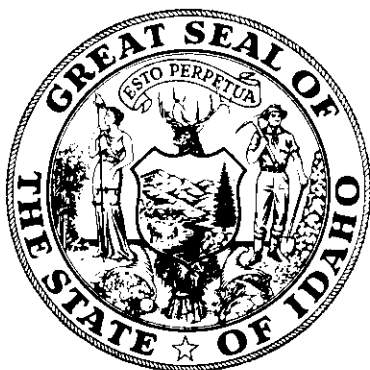
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

*HILL ENTERPRISES, INC.*

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 30, 1981*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

HILL ENTERPRISES, INC.

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

FIRST: The name of the corporation is Hill Enterprises, Inc.

SECOND: The period of its 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 Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 50,000 shares, such shares to consist of one class only and shall have a par value of ONE DOLLER (\$1.00) for each share.

The aggregate par value shall be \$50,000.

ARTICLES OF INCORPORATION  
OF HILL ENTERPRISES, INC.

FIFTH: The address of the initial registered office of the corporation is 1218 South Main Street, Moscow, Idaho 83843, and the name of its initial registered agent at such address is Otto H. Hill.

SIXTH: The number of directors constituting the initial board of directors of the corporation is two, 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;

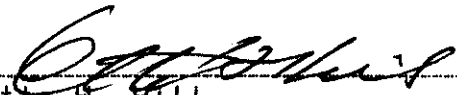
<u>Name</u>	<u>Address</u>
Otto H. Hill	Route 3, Box 73C, Moscow, Idaho 83843
Patricia Hill	Route 3, Box 73C, Moscow, Idaho 83843

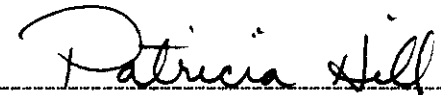
SEVENTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Otto H. Hill	Route 3, Box 73C, Moscow, Idaho 83843
Patricia Hill	Route 3, Box 73C, Moscow, Idaho 83843

EIGHTH: The board of directors is expressly authorized to make distribution from capital surplus under the provision of Section 30-1-46, Idaho Code, as amended.

DATED this 24<sup>th</sup> day of December, 1981.

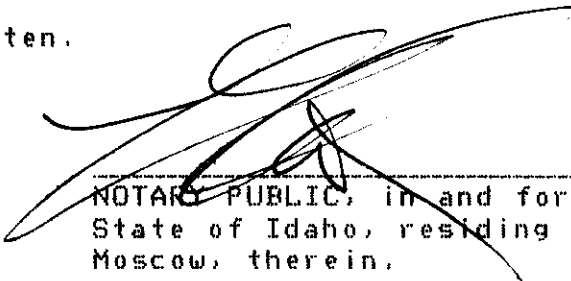
  
\_\_\_\_\_  
Otto H. Hill

  
\_\_\_\_\_  
Patricia Hill

STATE OF IDAHO     )  
                              ) ss.  
County of Latah    )

On this 24<sup>th</sup> day of December, 1981, personally appeared before me, the undersigned, a Notary Public in and for said State, Otto H. Hill and Patricia Hill, the parties to the foregoing certificate of incorporation, known to me personally to be such, and I have first made known to each of them, the contents of said certificate, and they did acknowledge that each signed, sealed, and delivered the same as his voluntary act and deed, and each deposes that the facts therein stated were fully set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal the date last above written.

  
\_\_\_\_\_  
NOTARY PUBLIC, in and for the  
State of Idaho, residing at  
Moscow, therein.