

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

EMPOWER 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: September 24, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley J. Clark

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ARTICLES OF INCORPORATION
OF
empower inc.

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:

empower inc.

SECOND: The period of its duration is perpetual.

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

FOURTH: The total authorized stock of this corporation shall be divided into 500 shares, all of which shall be without nominal or par value.

FIFTH: Provisions denying preemptive rights are: NONE

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: NONE

SEVENTH: The address of the initial registered office of the corporation is 1020 W. Main, Suite 312, Boise, Idaho 83702, and the name of its original registered agent at such address is CHARLES B. LEMPESIS.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the directors

until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

CHARLES B. LEMPESIS
1020 W. Main, Suite 312
Boise, Idaho 83702

MICHAEL BUTLER
9367 Two Notch Road
Columbia, S.C. 29223

J. J. SCOVILLE
1233 Canyon Rim Circle
Westlake Village, California 91623

NINTH: The name and address of the incorporator is

CHARLES B. LEMPESIS
1022 W. Main Suite 312
Boise, Idaho 83702

Dated this 22 day of September, 1993



CHARLES B. LEMPESIS