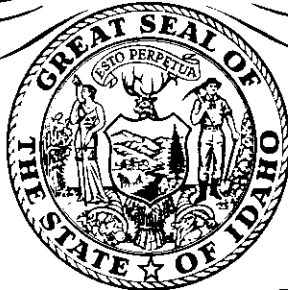


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

WESCO SECURITIES OF IDAHO, INC.

was filed in the office of the Secretary of State on the **Thirty-first** day
of **October** A.D. One Thousand Nine Hundred **Sixty-three** and
duly recorded on Film No. **125** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at

Coeur d'Alene

in the County of

Kootenai.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **31st** day of **October**,
A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
WESCO SECURITIES OF IDAHO, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being natural persons of full age and citizens of the United States, do under and in pursuance of the general corporation laws of the State of Idaho hereby organize, constitute and appoint ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following Articles of Incorporation; and we hereby set forth and declare as follows:

ARTICLE I

That the name of the corporation is and shall be the WESCO SECURITIES OF IDAHO, INC.

ARTICLE II

That the period of the existence of the corporation shall be perpetual.

ARTICLE III

That the principal office shall be located in and the principal business of said corporation shall be transacted in Coeur d'Alene, County of Kootenai, State of Idaho.

ARTICLE IV

That the purposes for which this corporation is formed are as follows:

(A) To conduct a general securities business.

To acquire by purchase, subscription, contract, or otherwise and to hold, own, sell, assign, transfer, exchange, mortgage, pledge, or otherwise negotiate, or dispose of, and generally to deal in and with all forms of securities, including but not limited to, shares, stocks, bonds, debentures,

notes, scrip, mortgages, warrants, contracts, choses in action, obligations, evidences of indebtedness, certificates of deposit, voting trust certificates, and certificates of interest issued or created, or to be issued or created, in any and all parts of the world, by corporations, associations, companies, partnerships, firms, trustees, syndicates, individuals, governments, states, municipalities, and other political and governmental divisions and subdivisions, or by any combinations, organizations, or entities whatsoever, irrespective of their form or the name by which they may be described, and all trust, participation, and other certificates of, and receipts evidencing interests in, any such securities; and to make payment therefor in cash or by the issuance of its stock, bonds, notes, debentures, or other obligations or securities, or by any other lawful means of payment whatsoever; to receive, collect, and dispose of interest, dividends, and income upon, of, and from any and all such securities or evidences of interest therein; to exercise any and all rights, powers, and privileges of individual ownership or interest therein, including the right to vote thereon, and to consent and otherwise act with respect thereto; to do any and all acts and things for the preservation, protection, improvement, and enhancement in value of any and all such securities, or evidences of interest therein; to acquire and become interested in any such securities, or evidences of interest therein, as aforesaid, by original subscription, underwriting, participation in syndicates, or otherwise, and irrespective of whether or not such securities or evidences of interest therein be fully paid or subject to further payments; to make payments thereon as called for, or in advance of call, or otherwise, and to underwrite or subscribe for the same, conditionally or otherwise, and with a view to investment, for resale, or for any other lawful purpose.

To borrow money, and, from time to time, to make, accept, indorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for moneys borrowed, or in payment

for property acquired, or for any of the other objects or purposes of the corporation or its business, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement, or other instrument of trust, or by other lien upon assignment of, or agreement, in regard to, all or any part of the real or personal property, interests, rights, franchises, or privileges of the corporation, wherever situated, whether now owned or hereafter to be acquired; and to sell or otherwise dispose of any or all such bonds, debentures, or obligations, in such manner and upon such terms as may be deemed judicious.

To investigate and examine into the condition, prospects, value, character, and circumstances of any business concerns and undertakings, and generally of any assets, properties, or rights, either directly or through agents or experts, and to make available to others the results of any such investigations and examinations.

To transact or carry on an agency business of any kind, and particularly in relation to the investment of money, the sale of property and securities, and the collection and receipt of money; to make advances in behalf of, and to lend money to its patrons, customers, and others, and generally to carry on business as financiers, and to undertake and carry out all operations and transactions that an individual capitalist might lawfully undertake and carry out, to the extent that such business may be permitted to a corporation under the Corporation Laws of the State of Idaho.

(B) To own and hold real property necessary for the furtherance of the purposes of the corporation.

(C) To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation or municipal corporation of the United States.

(D) In general, but in connection with the foregoing, the

Corporation may carry on any other business necessary for or toward the furtherance of increasing soil fertility and the engineering or manufacture of equipment to be used in connection with such business.

ARTICLE V

That the corporate powers, business and property of this Corporation shall be exercised and controlled by a Board of Directors consisting of not more than five (5), who shall have power to repeal and amend and adopt new By-Laws for the Corporation.

ARTICLE VI

That the amount of authorized capital stock of this Corporation shall be twenty five hundred (2500) shares of common stock of the par value of \$10.00 per share, making an aggregate amount of \$25,000.00. These shares are non-assessible.

ARTICLE VII

That the address and office of said corporation shall be 118 N. 2nd, Coeur d'Alene, Kootenai County, Idaho.

ARTICLE VIII

That the amount of capital stock that has been actually subscribed is fifty (50) shares' and the names and residences of the persons who have subscribed therefor and the number of shares subscribed by each are as follows:

Carl C. Schreiner	W. 1906 Pacific Ave. Spokane 43, Washington	48 shares
Ottilie Schreiner	W. 1906 Pacific Ave. Spokane 43, Washington	1 share
R. G. Mott	East 3915 Trent Spokane, Washington	1 share


IN WITNESS WHEREOF, we have hereunto set our hands and seals on the 24 day of July, 1963.

Carl C. Schreiner
Carl C. Schreiner
Ottilie Schreiner
Ottilie Schreiner
R. G. Mott
R. G. Mott

STATE OF WASHINGTON)
) ss.
COUNTY OF SPOKANE)

I, the undersigned, a Notary Public, in and for the State of Washington, do hereby certify that on this 24 day of July, 1963, there personally appeared before me Carl C. Schreiner, Ottilie Schreiner and R. G. Mott, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same as their free and voluntary act and deed, for the uses and purposes therein named.

Given under my hand and official seal the day and year last above written.



Notary Public in and for the
State of Washington, residing at Spokane, Wash.