



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

PARAGON INTERNATIONAL, INC.

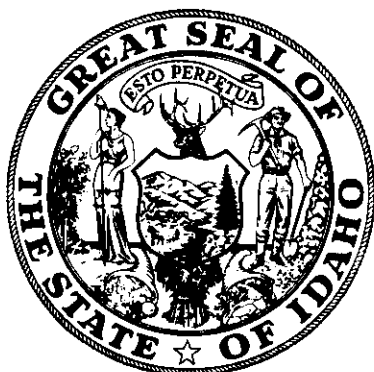
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

PARAGON INTERNATIONAL, 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 October 28, , 19 80



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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STATE OF IDAHO 80 OCT 28 PM 11:27

CERTIFICATE OF INCORPORATION

PARAGON INTERNATIONAL, INC. SECRETARY OF STATE

A CLOSE CORPORATION

ARTICLE I: The name of this corporation is Paragon International, Inc.

ARTICLE II: Its registered office or place of business in the State of Idaho is to be located at 4353 Umatilla, County of Ada, City of Boise, and the registered agent in charge of said office and upon whom legal process may be served shall be ~~Paragon International, Inc.~~ Maria Judd, 4353 Umatilla, Boise, Idaho 83709.

ARTICLE III: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried, on, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Idaho in any part of the world.

ARTICLE IV: This corporation shall be authorized to issue one thousand (1,000) shares of common stock of \$1.00 par value. The authorized capital stock will be \$1,000.00.

The amount of capital with which Corporation will commence business is One Thousand Dollars (\$1,000.00).

(b) The name and address of the first initial Board of Directors of the Incorporator are:

Nelva W. Beatty
712 Harcourt Road
Boise, Idaho 83702

Maria M. Judd
4353 Umatilla
Boise, Idaho 83709

ARTICLE V: All of the corporation's issued stock, exclusive of treasurer's shares, shall be held of record by not more than twenty persons.

ARTICLE VI: The private property of the stockholders, directors and officers shall not be subject to the payment of corporate debts to any extent whatever.

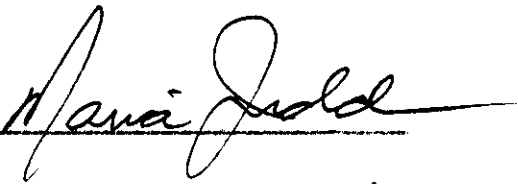
The Directors shall have power to make and to alter or amend the By-Laws, to fix the amount to be reserved as working capital, and to authorize and cause to be executed bonds, mortgages, and liens without limit as to amount upon the property and franchise of this corporation.


The Directors shall have power by a resolution passed by a majority vote to the whole board, under suitable provisions of the By-Laws, to designate two or more of their number to constitute an Executive Committee, which Committee shall for a time being, as provided in said resolution or in the By-Laws, have and exercise any or all of the powers of the Board of Directors which may be lawfully delegated in the management of the business and affairs of the Corporation, and shall have power to authorize the seal of said corporation to be affixed to all papers which may require it.

This corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the statutes of the State of Idaho, and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

SIXTH: The Corporation shall make no offering of any of its stock of any class which would constitute a "public offering" within the meaning of the United States Securities Act of 1933, as it may be amended from time to time.

THE UNDERSIGNED, for the purpose of forming a corporation under the Laws of the State of Idaho, does make and file this Certificate, and does certify that the facts herein stated are true, and he has accordingly caused his name and seal to be set hereto.





Melva W. Beatty