



**CERTIFICATE OF INCORPORATION
OF**

DEVEN CORP.

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: November 9, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Jedra M. Anthony*

ARTICLES OF INCORPORATION 9 30 AM '77

-of-

SECRETARY OF STATE

DEVEN CORP.

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 DEVEN CORP.

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 one hundred (100) shares of no par value.

FIFTH: The address of the initial registered office of the corporation is Office One, Twin Falls Bank & Trust Building, Twin Falls, Idaho 83301, and the name of its initial registered agent at such address is Harry Turner, Esq.

SIXTH: The number of directors constituting the initial board of directors of the corporation is one (1), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

| <u>Name</u> | <u>Address</u> |
|-------------------------|--|
| Robert Emmett Hood, Jr. | 70 Johnson Drive New Providence, New Jersey 07974 |

SEVENTH: The name and address of each incorporator
is:

| <u>Name</u> | <u>Address</u> |
|-----------------------|--|
| Floyd W. Tomkins, Jr. | 120 Broadway - Suite 1023 New York, New York 10271. |

Dated: November 4, 1987.

Floyd W. Tomkins
Incorporator