

State of Idaho

Department of State

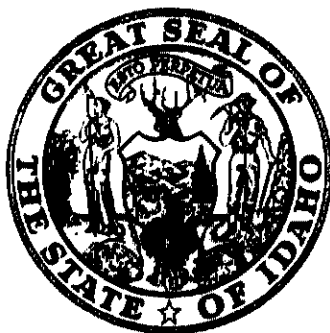
CERTIFICATE OF INCORPORATION OF

ADAMS COUNTY REAL ESTATE (ACRE), 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: December 31, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Loraya Coulson

Corporation Clerk

FRANK T. ELAM
ATTORNEY AND COUNSELOR AT LAW
203 E. LAKE ST. SUITE 9
P.O. BOX 40 McCALL IDAHO 83438
PHONE (208) 634-2200 FAX (208) 634-2201

ARTICLES OF INCORPORATION
OF SECRETARY OF STATE

ADAMS COUNTY REAL ESTATE (ACRE), 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 ADAMS COUNTY REAL ESTATE (ACRE), INC.

SECOND

The Period of its duration is perpetual.

THIRD

The purpose for which the corporation is organized is for the transaction of any or all lawful business for which the corporation may be incorporated under the Idaho Business Corporation Act.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 150,000 with a par value of \$10.00 per share. The corporation shall issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

FIFTH

Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

SIXTH

The location of the initial registered office of the corporation is 100 Mosher Street, Council, Idaho and the name of its initial registered agent at such address is F. Fred Glemser.

SEVENTH

The number of directors constituting the initial Board

FRANK T. ELAM

ATTORNEY AND COUNSELOR AT LAW

203 E. LAKE ST. SUITE 9

P.O. BOX 40 McCALL, IDAHO 83638

PHONE (208) 634-2200 FAX (208) 634-2201

Articles of Incorporation

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of Directors is Two, and the name and address of the persons who are to serve until the first annual meeting of the shareholders and until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
F. Fred Glemser	100 Mosher Street HC 62, Box 2320 Council, Idaho 83612

Shirley Ann Glemser	100 Mosher Street HC 62, Box 2320 Council, Idaho 83612
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2415
Council -
CUPRUM Rd

same

EIGHTH

The name and address of the incorporator is as follows:

F. Fred Glemser.
~~HC 62, Box 2320~~ 2415 Council - CUPRUM Rd.
Council, Idaho 83612

NINTH

The Board of Directors is expressly authorized to alter, amend or repeal the By-Laws of the corporation and to adopt new By-Laws, subject to repeal or change by a majority vote of the shareholders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30 day of December, 1991.

F. Fred Glemser.

