

FILED/EFFECTIVE

00 MAY 23 PM 2: 14

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

J. DEE MAY, P.C.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, being a natural citizen of full age and a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be J. DEE MAY, P.C.

ARTICLE II

The Corporation's purpose is to conduct a professional law practice.

- - - - -
- - - - -
- - - - -
- - - - -
- - - - -
- - - - -
- - - - -
- - - - -
- - - - -
- - - - -

IDAHO SECRETARY OF STATE

05/23/2000 09:00
CK: 7937 CT: 131476 BH: 320336

1 @ 100.00 = 100.00 CORP # 2

C134102

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The location and post office address of the Corporation's registered office in this state shall be: 2029 Stadium, Twin Falls, Idaho, 83301. That J. Dee May shall be the registered agent, whose address is 2029 Stadium, Twin Falls, Idaho, 83301.

ARTICLE V

The total number of shares which the Corporation is authorized to issue is 1000 shares. Said stock shall be no par value stock.

ARTICLE VI

The name and post office address of the incorporator and the number of shares subscribed by them are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
J. DEE MAY	2029 Stadium Twin Falls, Idaho, 83301	100

The above named incorporator shall also be the initial Director.

ARTICLE VII

The Board of Directors shall consist of one Director. During the term of his/her office, or thereafter, the number of Directors shall be increased or decreased from time to time as provided by the By-Laws; provided, however, that the Board of Directors shall not be more than four or less than one.

The name and address of the person who is to serve as Director until the first annual meeting of shareholders or until their successors shall be elected and qualified are as follows:

J. DEE MAY

2029 Stadium
Twin Falls, Idaho, 83301

ARTICLE VIII

The power to appeal and amend the By-Laws and adopt new By-Laws is hereby conferred upon the Director(s), as well as on the shareholders, to be exercised by such vote of the Director(s) or of the allotted shares, as the case may be; provided, however, not less than a majority thereof as may be fixed by the By-Laws.

ARTICLE IX

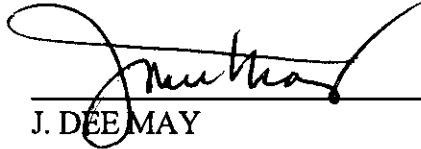
The authorized and treasury stock of this corporation may be issued at such time, upon such terms and conditions and for such consideration that the Board of Directors shall determine.

ARTICLE X

No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of the capitol stock of such corporation is owned by the corporation, and no act of the corporation shall in any way be affected or invalidated by the fact that the Director(s) of the corporation is pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any Director individually may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and any Director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors or the company which shall authorize such contract or transaction and may vote thereon to authorize such contract or transaction with like

force and effect as if he were not such Director or officer of such other corporation and not so interested.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of February, 2000.



J. DEEMAY