



Department of State.

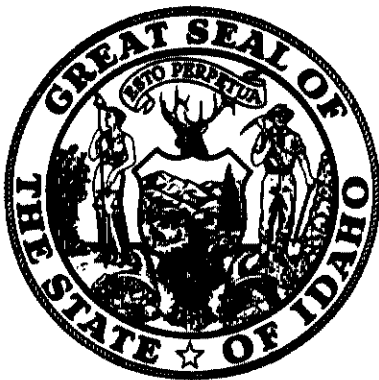
**CERTIFICATE OF INCORPORATION
OF**

LEWIS & CLARK CONSULTING GROUP, INCORPORATED

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: **July 22, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Zabala

ARTICLES OF INCORPORATION
of the
LEWIS & CLARK CONSULTING GROUP, INCORPORATED
(A for-profit business)

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ARTICLE I.
Name

The name of the corporation is the Lewis & Clark Consulting Group, Incorporated.

ARTICLE II.
Duration

The duration of the corporation is perpetual.

ARTICLE III.
Purpose

The purpose of the corporation is to provide business consulting and management services to businesses, to promote profitable industrial and commercial activity, and to transact any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV.
AUTHORIZED SHARES

The total authorized number of par value shares is 100 with no par value. All shares will be of one (1) class only.

ARTICLE V.
REGISTERED OFFICE AND AGENT

The location and post office address of the initial registered office in the State of Idaho is 8 Fifth Street, Suite 413, Post Office Box 1803, Lewiston, Idaho 83501. The name of the initial registered agent at that address is Carl F. Flipper.

ARTICLE VI.
DIRECTORS

The number of initial directors constituting the initial board of directors of the corporation shall be one (1), whose name and address is as follows:

Carl F. Flipper 1118 8th Avenue Lewiston, Idaho 83501

He shall serve as director until the first annual meeting of shareholders or until his successor or successors are elected and qualified. The corporation may establish an advisory board to provide non-binding guidance and counsel in corporate matters.

ARTICLE VII.
INCORPORATORS

The name and address of the incorporator is as follows:

Carl F. Flipper 1118 8th Avenue Lewiston, Idaho 83501

ACKNOWLEDGMENT

Dated this 18th day of July, 1991.

by Carl F. Flipper
Incorporator

State of Idaho
County of Nez Perce

On this 18th day of July, in the year 1991, before me, Nancy C. Ivarinen, Notary, personally appeared Carl F. Flipper known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this document first above written.

Nancy C. Ivarinen
Notary Public, residing at Lewiston, Idaho
My Commission expires March 8, 1995