



CERTIFICATE OF INCORPORATION
OF

ANDERSON & KELLY, INC.

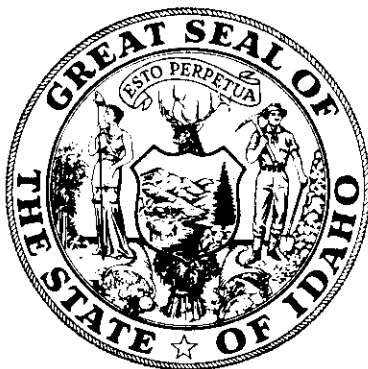
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

ANDERSON & KELLY, 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: July 1, 1982



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION 9 48
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ANDERSON & KELLY, INC.

SECRETARY OF
STATE

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is ANDERSON & KELLY, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the Corporation is organized are: Providing consulting services, the sale of personal and real property and 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 1,000 with a par value of \$1.00.

FIFTH: The transfer of the shares of the Corporation are restricted and such restriction shall be noted on the back of each outstanding certificate as follows:

"Any sales, assignment, transfer, pledge or other disposition of the shares of stock represented by this certificate is restricted by, and subject to the terms and provisions of a Stock Redemption Agreement dated _____. A copy of said Agreement is on file with the Secretary of the Corporation. By acceptance of this certificate, the holder hereof agrees to be bound by the terms of said Agreement."

SIXTH: The holders of shares of stock in this corporation are not entitled to preemptive rights to purchase additional shares of stock.

SEVENTH: The address of the initial registered office of the corporation is 6700 Emerald Street, Boise, Idaho, and the name of its initial registered agent at such address is KEITH ANDERSON.

EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation is two, and the names and addresses of the persons who are the incorporators

and who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Keith Anderson	6700 Emerald St. Boise, Idaho 83704
Jack Kelly	6700 Emerald St. Boise, Idaho 83704

DATED this 17th day of June, 1982

Keith Anderson
KEITH ANDERSON

Jack Kelly
JACK KELLY

STATE OF IDAHO)
) ss
County of Ada)

I, the undersigned, a notary public for Idaho, do hereby certify that on this 17th day of June, 1982, personally appeared before me, KEITH ANDERSON and JACK KELLY, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

Sandra K. Knox
Notary Public
Residing at: Boise