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ARTICLES OF INCORPORATION
OF
MARSH'S, INC.

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The undersigned, as incorporators of the above corporation, adopt the following Articles of Incorporation for such corporation as follows:

ARTICLE I

Name. The name of the corporation is MARSH'S, INC.

ARTICLE II

Period of Duration. The period of duration of this corporation is perpetual.

ARTICLE III

Purpose. The purpose for which this corporation is formed is as follows: the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

Authorized Shares. The aggregate number and shares which the corporation shall have authority to issue, shall be One Thousand (1,000) shares of common stock with no par value,

ARTICLE V

Shares' Not to be Divided Into Classes. The shares of the corporation are not to be divided into classes.

ARTICLE VI

No Shares Issued in Series. The corporation is not authorized to issue shares of any preferred or special class in series.

ARTICLE VII

Provisions for Regulation of the Internal Affairs of the Corporation. The initial Bylaws of this corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the

regulation and management of the affairs of the corporation not inconsistent with the Idaho Business Corporation Act or these Articles of Incorporation.

ARTICLE VIII

Address and Name of Initial Registered Agent. The address of the initial registered office of the corporation is 1105 36th Street North, Lewiston, Idaho, and the name of its initial registered agent at such address is Douglas Marsh.

ARTICLE IX

Data Respecting Directors. The number of directors constituting the Board of Directors is 2 and the board shall continue to remain fixed at 2 unless such other number shall be established by the Bylaws of this corporation; and the names and addresses of the persons who are to serve as directors until the next annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
Douglas Marsh	1105 - 36th Street N Lewiston, ID 83501
Lorna Marsh	1105 - 36th Street N Lewiston, ID 83501

The directors need not be a resident of Idaho or shareholder of the corporation, and the Board of Directors shall have authority to fix the compensation of the director.

ARTICLE X

Incorporators. The names and addresses of the incorporators of said corporation are:

Douglas Marsh	1105 - 36th Street N Lewiston, ID 83501
Lorna Marsh	1105 - 36th Street N Lewiston, ID 83501

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate and do hereby certify that the facts herein stated are true; and we have accordingly hereunto set our hands hereto.

DATED this 16th day of October, 1998.

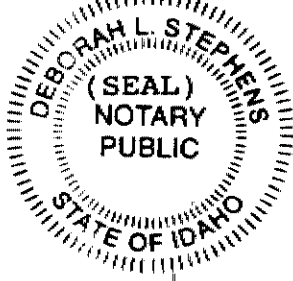
Douglas Marsh
DOUGLAS MARSH

Lorna Marsh
LORNA MARSH

STATE OF I D A H O)
 : ss.
County of Nez Perce)

On this 16th day of October, 1998, before me a Notary Public in and for said state, personally appeared DOUGLAS MARSH and LORNA MARSH, known and identified to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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



Deborah L. Stephens
Notary Public for Idaho
Commission Expires: 12/2004
Residing At Lewiston