

**FILED EFFECTIVE**

2003 NOV -3 AM 10:30 **ARTICLES OF INCORPORATION**

STATE OF IDAHO

OF

03 OCT 31 PM 4:15

SECRETARY OF STATE  
STATE OF IDAHO

**SMART START ENTERPRISES, INC.**

The undersigned, acting as incorporators 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 Smart Start Enterprises, Inc.

**SECOND:** The period of the Corporation's duration is perpetual.

**THIRD:** The objects and purposes for which this Corporation is organized shall be the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

**FOURTH:** The capital stock of this Corporation shall consist of 10,000 shares of nonassessable, common stock, without a par value.

**FIFTH:** No stock of this corporation shall be issued or transferred to any person who is not an officer or director of this corporation, except with the consent of the board of directors evidenced by a resolution duly passed at a regular meeting of the board or at a special meeting called for that purpose. Every shareholder who for any reason shall cease to be an officer or director, his personal representatives, legatees, or assigns shall be required to offer in writing to sell to the board of directors the number of shares of the capital stock held by them to such person or persons as the board of directors shall designate by a resolution duly passed at and for the same sum per share as is determined by the parties to be the net worth of the corporation divided by the number of shares issued for the said corporation.

11/03/2003 05:00  
CK: 31247 CT: 1729 BH: 789683  
1 @ 100.00 = 100.00 CORP # 2

Name

Kim Fanter

Address

13442 N. 3<sup>rd</sup> Avenue,  
Hidden Springs, Idaho 83714.

The name and post office address of the incorporator is as follows:

Name

Kim Fanter

Address

13442 N. 3<sup>rd</sup> Avenue,  
Hidden Springs, Idaho 83714.

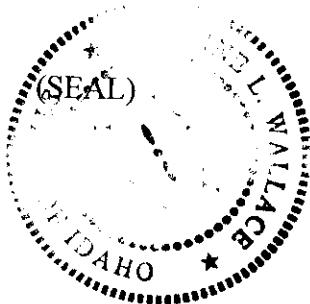
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31 day of October, 2003.

Kim Fanter  
Kim Fanter

STATE OF IDAHO )  
                      )ss  
County of Ada     )

On this 31 day of October, 2003, before me, the undersigned, a Notary Public in and for said state, personally appeared Kim Fanter, known or identified to me to be the Incorporator of the corporation who executed the instrument, or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation 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 above written.



Kimberly Callad  
Notary Public for Idaho  
Residing at Boise  
My Commission Expires 2/9/05

**PENLAND MUNTHER GOODRUM**

Chartered - Attorneys at Law

The Mallard Building, Suite 260  
1161 W. River Street  
P.O. Box 199  
Boise, Idaho 83701  
Telephone: (208) 344-4566  
Facsimile: (208) 344-9836

Forrest R. Goodrum  
Merrily Munther  
Paul Penland

November 3, 2003

**VIA FACSIMILE**

(208) 334-2080

Secretary of State - Corporations  
Statehouse/Basement - West Wing  
700 W. Jefferson  
Boise, Idaho 83702

Attention: Kim

Re: Smart Start Enterprises, Inc.  
PMG File No. 6223.00000

Dear Kim:

Pursuant to your call to my secretary on October 31, 2003, this is to advise you that Smart Start Enterprises, LLC will be dissolving within the next 30 days and you are authorized to file the Articles of Incorporation for Smart Start Enterprises, Inc. My client is in the process of signing the Articles of Dissolution for the LLC and we would like to make sure the name is protected during the process of dissolution.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Forrest R. Goodrum

FRG/klw  
Enclosure

2003 NOV - 3 AM 10:22  
RECEIVED  
STATE OF IDAHO  
SHERIFF'S OFFICE

**FILED EFFECTIVE**