

FILED

ARTICLES OF INCORPORATION

OF

ORTHEL AGENCY, INC.

98 JUL 27 AM 9:29
SECRETARY OF STATE
STATE OF IDAHO

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

1. NAME: The name of the corporation is Orthel Agency, Inc.
2. DURATION: The period of it's duration is perpetual.
3. PROFIT: This is a profit corporation.
4. PURPOSES: The purpose or purposes for which the corporation is organized is to establish and conduct an independent insurance agency and for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
5. SHARES AUTHORIZED: The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares.
6. PRE-EMPTIVE RIGHTS: Shareholders shall have pre-emptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
7. BUSINESS AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By-Laws, including restrictions on the transfer of shares.
8. REGISTERED AGENT AND OFFICE: The initial registered agent is David H. Orthel, and the initial registered office is: 4155 Yellowstone Avenue, # 7, Chubbuck, Idaho 83202.

IDAHO SECRETARY OF STATE

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9. BOARD OF DIRECTORS: 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 to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

David H. Orthel, 799 Leonidas, Chubbuck, Idaho 83202

Nancy M. Orthel, 799 Leonidas, Chubbuck, Idaho 83202

10. INCORPORATORS: The names and addresses of each incorporator is:

David H. Orthel, 799 Leonidas, Chubbuck, Idaho 83202

Nancy M. Orthel, 799 Leonidas, Chubbuck, Idaho 83202

DATED this 23 day of July, 1998.

David H. Orthel
DAVID H. ORTHEL

Nancy M. Orthel
NANCY M. ORTHEL

STATE OF IDAHO)
 : ss
County of Bannock)

On this 23rd day of July, 1998, before me, the undersigned, a Notary Public in and for said State, personally appeared DAVID H. ORTHEL and NANCY M. ORTHEL, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

(SEAL)

James B. Borden
NOTARY PUBLIC FOR IDAHO
Residing at Pocatello, Idaho
Commission Expires: 1/24/03