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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

Benefits Strategy, Inc.

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

ARTICLE I

The name of the Corporation is Benefits Strategy, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The Corporation is a Subchapter-S Corporation and the purpose or purposes for which the Corporation is organized are: to provide marketing employee benefits and all activities necessary, customary, convenient, or incidental to the marketing of employee benefits, and to engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is 500 shares at \$100.00 par value per share.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal affairs of the Corporation are the By-Laws of the Corporation.

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ARTICLE VII

The address of the initial registered office of the Corporation is 671 E. Riverpark Lane, Suite 150, Boise, Idaho 83706, and the name of its initial registered agent at such address is Ronald J. Torres.

ARTICLE VIII

The Board of Directors has the power to make, repeal, amend and alter the By-laws of the Corporation, to the extent provided in the By-laws. However, the paramount power to repeal, amend and alter the By-laws, or to adopt new By-laws, is vested in the shareholders. This power may be exercised by a vote of a majority of shareholders present at any annual or special meeting of the shareholders. Moreover, a director has no power to suspend, repeal, amend or otherwise alter any By-law or portion of any By-law so enacted by the shareholders, unless the shareholders, in enacting any By-law or portion of any By-law, otherwise provide.

ARTICLE IX

The private property of the shareholders of the Corporation is not subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription for shares.

ARTICLE X

The stockholders of the Corporation agree to be taxed pursuant to the S Corporation provisions of the Internal Revenue Code of 1986, as amended ("Election"), then to the extent allowed by law, the Corporation and the Board of Directors will each year, on or before the due date(s) for estimated payment(s) of federal and applicable state and local income taxes, pay to the stockholders, by way of salary, bonus, dividend or otherwise, sufficient money for each shareholder to pay the federal and applicable state and local income taxes due for the applicable time periods. In the event of an Election, neither any shareholder nor any of the officers of the Corporation may, without the prior written consent of the record shareholders of more than fifty percent (50%) of the then outstanding shares of stock in the Corporation, make or effect any transfer of any shares of stock in the Corporation that would cause a termination or invalidation of the Election.

ARTICLE XI

The number of directors constituting the initial Board of Directors of the Corporation is four (4), 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:

NAME

ADDRESS

Ronald J. Torres

671 E. Riverpark Ln., Suite 150
Boise, ID 83706

Simi Jo Torres

671 E. Riverpark Ln., Suite 150
Boise, ID 83706

Troy N. Torres

671 E. Riverpark Ln., Suite 150
Boise, ID 83706

Rian S. Torres

671 E. Riverpark Ln., Suite 150
Boise, ID 83706

ARTICLE XII

The name and addresses of each incorporator is:

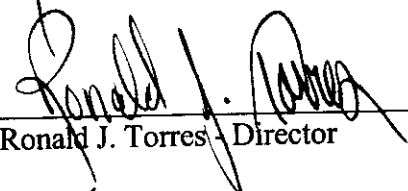
NAME

ADDRESS

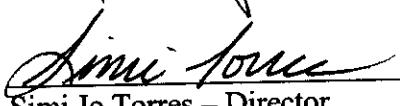
Ronald J. Torres

671 E. Riverpark Ln., Suite 150
Boise, ID 83706

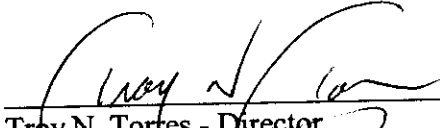
DATED this 2nd day of MAY, 2003.



Ronald J. Torres - Director



Simi Jo Torres - Director



Troy N. Torres - Director



Rian S. Torres - Director