

**FILED/EFFECTIVE**

THIS SPACE FOR SECRETARY OF STATE USE:

2002 MAY -6 AM 9:18

SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
PANHANDLE ESCROW COMPANY, INC.

IDAHO SECRETARY OF STATE  
05/06/2002 05:00  
CK: 7834 CT: 30773 BH: 463054  
1 @ 100.00 = 100.00 CORP # 2

C143780

The undersigned, Thomas E. Williams, being qualified as an incorporator of a corporation under the Idaho Business Corporate Act, of legal age, enters into these Articles for the purpose of forming a corporation under the laws of the State of Idaho, and does hereby make, adopt, execute, and acknowledge these Articles of Incorporation as follows:

ARTICLE I: Corporate Name

The name of the corporation shall be PANHANDLE ESCROW COMPANY, INC.

ARTICLE II: Shares

The corporation shall have authority to issue 500,000 shares of common voting stock.

ARTICLE III: Initial Registered Office and Registered Agent

The initial registered office of the corporation shall be located at 120 S. Second Avenue Sandpoint, Idaho 83864. The initial registered agent at the address shall be Thomas E. Williams.

ARTICLE IV: Initial Board of Directors

The number of directors of this corporation shall be not less than one nor more than nine. The initial Board of Directors of this corporation shall consist of two board members, who shall be Thomas E. Williams and Dana Williams, whose addresses are 120 South Second Avenue Sandpoint, Idaho. Thomas E. Williams shall be

the initial chairperson of the Board of Directors. Thomas E. Williams and Dana Williams shall serve as the Board of Directors until the first annual meeting of shareholders or until the successor(s) has been elected and qualified.

ARTICLE V: Incorporator

The name and address of the incorporator of this corporation is Thomas E. Williams, 120 South Second Avenue, Sandpoint, Idaho 83864.

ARTICLE VI: Corporate Purpose

The purpose for which this corporation is organized is the transaction of any and all lawful business.

ARTICLE VII: Cumulative Voting

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VIII: Preemptive Rights

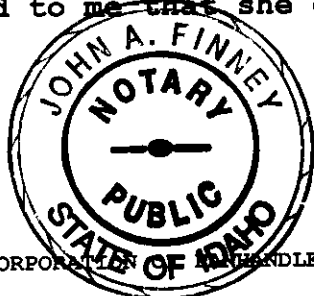
All shareholders are entitled to preemptive rights.

IN WITNESS WHEREOF, I have hereunto set my hand this 30<sup>th</sup> day of April, 2002.

Thomas E. Williams  
Thomas E. Williams  
Incorporator

STATE OF IDAHO            )  
                                      ): ss.  
County of Bonner         )

On this 30<sup>th</sup> day of April, 2002, before me, the undersigned Notary Public, personally appeared Thomas E. Williams, known to me, or proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.



John A. Finney  
Notary Public - State of Idaho  
Residing at Sandpoint  
My Commission expires 10-15-2002