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State of Idaho

Department of State

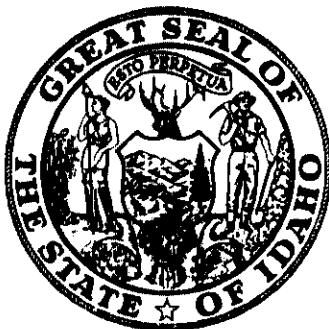
CERTIFICATE OF INCORPORATION OF

Q AND A PROPERTIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 18, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl DeVries*

ARTICLES OF INCORPORATION
of
Q AND A PROPERTIES, INC.

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SEC. OF STATE
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I, the undersigned, acting as Incorporator of a corporation under the Idaho Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is Q AND A PROPERTIES, INC.

SECOND

The location of the registered office of the corporation in the State of Idaho is 7920 Meadowlark Way, Coeur d'Alene, Idaho 83814.

THIRD

The name of the registered agent of the corporation is ANTHONY PAQUIN, the registered office of the corporation is 7920 Meadowlark Way, Coeur d'Alene, Idaho 83814.

FOURTH

The period of its duration is perpetual.

FIFTH

The purpose or purposes for which the corporation is organized is the purchase, sale, lease and management of real property, and the transaction of any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

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SIXTH

The aggregate number of shares which the corporation shall have authority to issue is TEN THOUSAND (10,000) shares with par value of ONE AND NO/100 (\$1.00) DOLLAR per share.

SEVENTH

Any one or more of the Directors may be removed either with or without cause, at any time, by a vote of the stockholders holding a majority of the stock at any special meeting called for that purpose.

EIGHTH

The number of directors constituting the initial Board of Directors of the corporation shall be not less than one (1) nor more than five (5), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

ANTHONY PAQUIN
7920 MEADOWLARK WAY
COEUR D'ALENE, ID 83814

GARY PAQUIN
7920 MEADOWLARK WAY
COEUR D'ALENE, ID 83814

NINTH

The name and address of the Incorporator is:

ANTHONY PAQUIN
7920 MEADOWLARK WAY
COEUR D'ALENE, ID 83814

TENTH

The following shareholder subscribes to the following shares:

ANTHONY PAQUIN 5,000

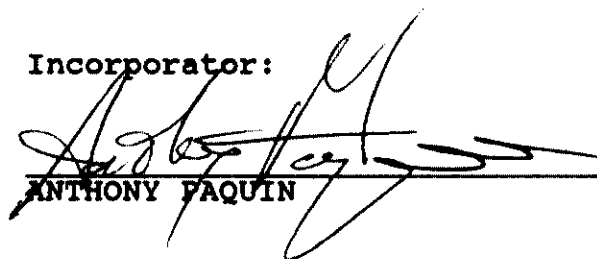
GARY PAQUIN 5,000

ELEVENTH

The personal liability of each director is eliminated provided that this provision shall not limit the liability of a director for those acts identified in Idaho Code 30-1-54 (2) (a) (b) (c) and (d) as said provisions are presently enacted or hereafter modified.

DATED this 16th day of March, 1994.

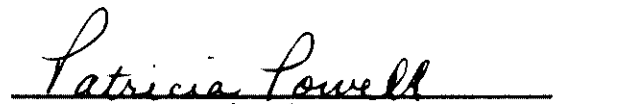
Incorporator:


ANTHONY PAQUIN

VERIFICATION

STATE OF IDAHO)
County of Kootenai)

I, PATRICIA POWELL, a Notary Public, do hereby certify that on this 16th day of March, 1994, personally appeared before me ANTHONY PAQUIN who, being by me first duly sworn, declared that he is the Incorporator of Q AND A PROPERTIES, INC., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public in and for the
State of Idaho
Residing at: Coeur d'Alene Idaho
My Commission Expires: 3/5/99