

ARTICLES OF INCORPORATION **May 5 9 37 AM '00****OF****LET'S SAVE AMERICA, INC.****FILED/EFFECTIVE**
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:

FIRST: The name of the corporation is: LET'S SAVE AMERICA, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: The transaction of a business and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000. 50,000 shares shall be designated "Class A Shares" and 50,000 shares shall be designated "Class B Shares". Both classes shall have no par value. The preference, limitations and relative rights of the Class A Shares and the Class B Shares shall be identical in all respects, share for share, except that the voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the Class A Shares, and the holders of the Class B Shares shall not have any voting power except in instances as required by Idaho statute.

FIFTH: The address of the initial registered office of the corporation is 1322 W. Kathleen Avenue, Suite 2, Coeur d'Alene, Idaho 83815, and the name and address of its initial registered agent is: Steven C. Wetzel, 1322 W. Kathleen Avenue, Suite 2, Coeur d'Alene, Idaho 83815.

IDAHO SECRETARY OF STATE
05/08/2000 09:00
CK: none CT: 3934 BH: 315549
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SIXTH: The number of Directors shall be set by the Bylaws but the initial Board of Directors of the corporation shall be 1, and the name and address of the person(s) who is to serve as Director until the first annual meeting of shareholders or until its successors are elected and qualified is/are:

NAMEADDRESS

Bradley E. Dugdale, Jr.

608 Northwest Boulevard
Coeur d'Alene, Idaho 83814

SEVENTH: The name and address of the incorporator is:

NAMEADDRESS

Steven C. Wetzel

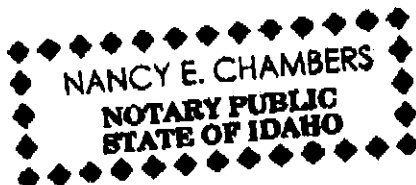
1322 W. Kathleen Avenue, Suite 2
Coeur d'Alene, Idaho 83815

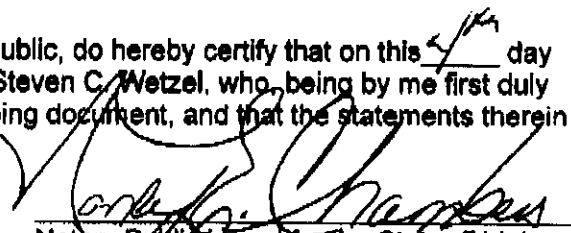
DATED this 4th day of May, 2000.


 Steven C. Wetzel

STATE OF IDAHO)
) ss.
 County of Kootenai)

I, Nancy E. Chambers, a Notary Public, do hereby certify that on this 4th day of May, personally appeared before me, Steven C. Wetzel, who, being by me first duly sworn, declared that he signed the foregoing document, and that the statements therein contained are true.




 Notary Public in and for the State of Idaho
 Residing at: 1322 W. Kathleen Avenue, Suite 2
 My Commission Expires: 10-31-2003