

RESTATED ARTICLES OF INCORPORATION

OF

RACINE, OLSON, NYE, BUDGE & BAILEY, CHARTERED

The undersigned, all being licensed attorneys in the State of Idaho and all of the Shareholders and Directors of Racine, Olson, Nye, Budge & Bailey, Chartered, an Idaho Professional Service Corporation, hereby unanimously adopt the following Restated Articles of Incorporation for such corporation pursuant to Idaho Code §30-1-64:

1. **NAME:** The name of the corporation is Racine, Olson, Nye, Budge & Bailey, Chartered.
2. **DURATION:** The period of its duration is perpetual.
3. **PROFIT:** This is a for profit corporation.
4. **PURPOSES:** The purpose or purposes for which the corporation is organized is to engage in the practice of law and do all things incidental thereto and for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Professional Service Corporation Act, as the same from time to time shall be amended.
5. **SHARES AUTHORIZED:** The aggregate number of shares which the corporation shall have authority to issue is 5000 shares of no par value common stock. The shares of the corporation shall be issued and transferred only to individuals authorized to be shareholders as provided under the Idaho Professional Service Corporation Act and the corporation's Bylaws.
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 and management 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 and fixing greater voting or quorum requirements for board of director or shareholder action.
8. **REGISTERED AGENT AND OFFICE:** The registered agent is W. Marcus W.

IDAHO SECRETARY OF STATE

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Nye and the registered office is located at 201 East Center, Pocatello, Idaho 83204.

9. **BOARD OF DIRECTORS:** There shall be no Board of Directors. Pursuant to Idaho Code §30-1-35, the powers and duties conferred or imposed on a Board of Directors by the Idaho Business Corporation Act shall be exercised or performed by the officers of the Corporation elected by the Shareholders as provided by the Corporation's by Laws.

10. **INCORPORATORS:** The names and addresses of each of the incorporators, being all of the shareholders, are:

Louis F. Racine
424 University
Pocatello, ID 83201

W. Marcus W. Nye
173 S. 15th Avenue
Pocatello, ID 83201

Randall C. Budge
6258 Old Ranch Road
Pocatello, ID 83204

John A. Bailey, Jr.
5215 Johnny Creek Rd.
Pocatello, ID 83204

John R. Goodell
6909 Running Iron
Pocatello, ID 83204

John B. Ingelstrom
6177 Fruitwood
Pocatello, ID 83204

Daniel C. Green
5225 Heatherwood
Pocatello, ID 83204

Brent O. Roche
1682 Calico Circle
Pocatello, ID 83201

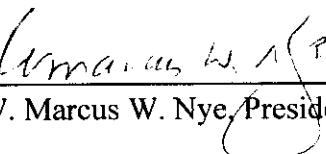
Kirk B. Hadley
P.O. Box 584
Inkom, ID 83245

Fred J. Lewis
611 Vern
Chubbuck, ID 83202

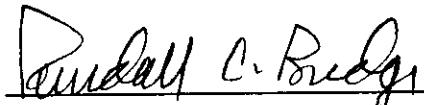
Mitchell W. Brown
520 Cochise
Pocatello, ID 83204

DATED this 24th day of April, 1999.

RACINE, OLSON, NYE, BUDGE &
BAILEY, CHARTERED

By 
W. Marcus W. Nye, President

Attest:



Randall C. Budge, Secretary/Treasurer

SHAREHOLDERS:

Louis F. Racine Jr.
LOUIS F. RACINE

W. Marcus W. Nye
W. MARCUS W. NYE

Randall C. Budge
RANDALL C. BUDGE

John A. Bailey
JOHN A. BAILEY, JR.

John R. Goodell
JOHN R. GOODELL

John B. Ingelstrom
JOHN B. INGELSTROM

Daniel C. Green
DANIEL C. GREEN

Brent O. Roche
BRENT O. ROCHE

Kirk B. Hadley
KIRK B. HADLEY

Fred J. Lewis
FRED J. LEWIS

Mitchell W. Brown
MITCHELL W. BROWN

STATE OF IDAHO)
County of Bannock)

On this 24 day of April, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared Louis F. Racine, W. Marcus W. Nye, Randall C. Budge, John A. Bailey, Jr., John R. Goodell, John B. Ingelstrom, Daniel C. Green, Brent O. Roche, Kirk B. Hadley, Fred J. Lewis, and Mitchell W. Brown, known to me to be the persons whose names are subscribed to the foregoing document 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)

NOTARY PUBLIC FOR IDAHO,

Residing at: 700A Kelly

My Commission Expires: 8-26-00