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ARTICLES OF INCORPORATION
OF
MUSGROVE REAL ESTATE, INC.

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I.

The name of the corporation shall be Musgrove Real Estate, Inc.

II.

The corporation shall exist in perpetuity.

III.

The address of the initial registered office of this corporation within the state of Idaho shall be Suite 9, Yacht Club Building, P.O. Box 2349, McCall, Idaho 83638, and the name of the initial registered agent at that address shall be Myron Dan Gabbert.

IV.

The purposes for which this corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

The business of this corporation shall be managed and conducted by a board of directors. The number of directors constituting the initial board of directors shall be one, and the name and address of the person to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualified is:

Joe H. Musgrove
c/o Myron Dan Gabbert
Suite 9
Yacht Club Building
P.O. Box 2349
McCall, ID 83638

VI.

The aggregate number of shares which this corporation shall have authority to issue shall be 1000 shares of non assessable common stock having no par value.

ARTICLES OF INCORPORATION OF MUSGROVE REAL ESTATE,

IDAHO SECRETARY OF STATE
08/28/2001 05:00
CK: 1910 CT: 19362 DH: 415858
FEE \$100.00 = \$100.00 CORP # 2

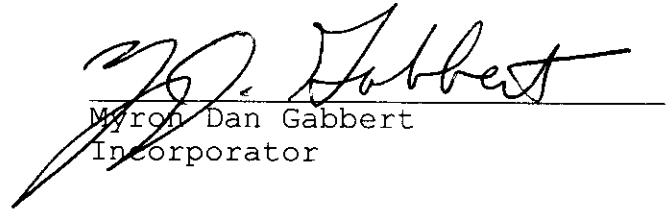
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VII.

The name and address of the incorporator is as follows.

Myron Dan Gabbert
Suite 9
Yacht Club Building
P.O. Box 2349
McCall, ID 83638

IN WITNESS WHEREOF, I have hereunto set my hand this 24th. day
of August, 2001.


Myron Dan Gabbert
Incorporator