



CERTIFICATE OF INCORPORATION
OF

MIDDLETON BUSINESS ASSOCIATION, INC.

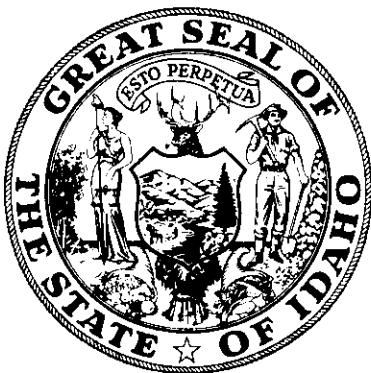
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

MIDDLETON BUSINESS ASSOCIATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 February 7, 19 86



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
MIDDLETON BUSINESS ASSOCIATION, INC.

KNOW ALL PERSONS BY THESE PRESENTS That we, JAMES C. MITCHELL, MERLE SMITH, LeANN SWIGERT, JIM CORTA and BILL BLACKBURN, whose names are hereunto subscribed, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of Idaho and we do certify that:

Section 1: The name of the proposed nonprofit corporation is MIDDLETON BUSINESS ASSOCIATION, INC.

Section 2: MIDDLETON BUSINESS ASSOCIATION, INC. shall be a nonprofit corporation as provided by the Idaho Nonprofit Corporation Act.

Section 3: The duration of the proposed nonprofit corporation shall be perpetual.

Section 4: The purposes of the nonprofit corporation are:

(a) to promote trade, recreation, commerce, industry, farming, livestock pursuits and transportation in and around said community, and

(b) to solicit, collect and otherwise raise money to expend, contribute or otherwise disperse to achieve the foregoing purposes and to do any and all other things necessary or proper in connection with or incident to any of the foregoing.

Section 5: The street address of the initial registered office of the nonprofit corporation shall be 206 South 1st Avenue East, Middleton, Idaho, 83644, and the name of its initial registered agent at such address is LeAnn Swigert.

Section 6: The number of directors constituting the initial board of directors shall be five (5).

Section 7: The names and addresses of each incorporator and each initial director are:

James C. Mitchell
P.O. Box 877
Middleton, ID 83644

Merle Smith
P.O. Box 412
Middleton, ID 83644

LeAnn Swigert
P.O. Box 700
Middleton, ID 83644

Jim Corta
308 West Main
Middleton, ID 83644

Bill Blackburn
314 West Main Street
Middleton, ID 83644

IN WITNESS WHEREOF, We have hereunto set our hands this
17 day of December, 1985.

Jim Corta

James C. Mitchell

Bill Blackburn

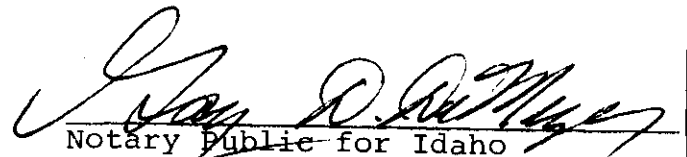
Merle Smith

LeAnn Swigert

STATE OF IDAHO)
) ss.
County of Canyon)

On this 17 day of December, 1985, before me, the undersigned, a Notary Public in and for said State, personally appeared JAMES C. MITCHELL, MERLE SMITH, LeANN SWIGERT, JIM CORTA and BILL BLACKBURN, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Middleton, Idaho