

103699

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

CARLTON-VAUGHN PROPERTY MANAGEMENT, 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: October 13, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ava Seibel*

ARTICLES OF INCORPORATION
OF
CARLTON-VAUGHN PROPERTY MANAGEMENT, INC. Oct 13 3 34 PM '93
COUNTY OF STATE

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THE UNDERSIGNED, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is Carlton-Vaughn Property Management, Inc.

SECOND

The period of its duration is perpetual.

THIRD

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

FOURTH

The corporation shall have one class of stock, which shall be "common stock," and the aggregate number of shares of common stock which the corporation shall have authority to issue is 100,000, with a par value of \$1.00 per share.

FIFTH

Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible unto such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

SIXTH

The location of the initial registered office of the corporation is 1505 West Boise Avenue, Boise, Idaho 83706, and the name of its initial registered agent is Lowell Vaughn.

SEVENTH

The number of directors constituting the initial Board of Directors is two, and the names and addresses of the persons who

are to serve until the first annual meeting of the shareholders and until their successors are elected and qualified are:

Lowell Vaughn	1505 West Boise Ave., Boise, Idaho 83706
Sheryl Vaughn	1505 West Boise Ave., Boise, Idaho 83706

EIGHTH

The name and address of the incorporator is as follows:

Lowell Vaughn	1505 West Boise Ave., Boise, Idaho 83706
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NINTH

The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the corporation and to adopt new Bylaws, subject to repeal or change by a unanimous vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator hereunto sets his hand and seal this 27th day of September 1993.



Lowell Vaughn