

ARTICLES OF INCORPORATION

OF

Popham Corporation, Inc.

FILED

99 MAY 20 AM 8:55
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporators of the corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Popham Corporation, Inc.

SECOND: The period of its duration is perpetual.

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

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one hundred thousand (100,000) shares of common stock, with the par value of ten dollars (\$10.00) each for a total capitalization of one million dollars (\$1,000,000.00). All of said stock shall be of one class and shall be common stock.

FIFTH: The address of the initial registered office of the corporation is 705A Williams Road, Emmett, County of Gem, State of Idaho 83617, and the name of its initial registered agent at such address is David Popham.

SIXTH: The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	STREET ADDRESS	CITY, STATE & ZIP CODE
David Popham	705A Williams Road	Emmett, Idaho 83617
Tsukiko Popham	705A Williams Road	Emmett, Idaho 83617

IDAHO SECRETARY OF STATE

05/20/1999 09:00
CK: 5965 CT: 23171 BH: 218569

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SEVENTH: The name and address of each incorporator is:

NAME	STREET ADDRESS	CITY, STATE & ZIP CODE
David Popham	705A Williams Road	Emmett, Idaho 83617
Tsukiko Popham	705A Williams Road	Emmett, Idaho 83617

DATED:

5/18/1999

David Popham:

David Popham

Tsukiko Popham:

Tsukiko Popham