

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

QUALITY DESIGN SYSTEMS, 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: January 16, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION
OF
QUALITY DESIGN SYSTEMS, INC.

JUN 16 2 04 PM '80
SECRETARY OF STATE

We the undersigned natural persons of the age of 21 years or more, acting as Incorporators of a corporation under the Idaho Business Corporation Act adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is QUALITY DESIGN SYSTEMS, INC., and its duration shall be perpetual.

ARTICLE II - PURPOSE

The purpose for which this Corporation is organized is to have unlimited power to engage in and to do any lawful act concerning any and all lawful business for which corporations may be organized under the laws of the State of Idaho to primarily conduct the business of designing and writing computer software.

ARTICLE III - SHARES

The aggregate number of shares which the Corporation shall have authority to issue is five hundred (500) shares of voting common stock, having a par value of \$1.00 per share or a total of \$500.00. Each share with voting rights shall entitle the shareholder to one vote. All stock of the corporation shall be nonassessable.

A shareholder shall not be liable to the corporation or to its creditors for any debts or obligations of the corporation.

The corporation shall have the right to purchase, take, receive, or otherwise acquire, own, pledge, transfer or otherwise dispose of its own shares to the maximum extent permitted by law of the State of Idaho.

ARTICLE IV - COMMENCEMENT OF BUSINESS

The corporation shall not commence business until consideration of the value of at least ONE HUNDRED DOLLARS (100.00) shall be received by it as consideration, in the form of cash or property, for the issuance of its shares.

ARTICLE V - INTERNAL AFFAIRS

The regulation of the internal affairs of the corporation shall be governed by the By-Laws.

ARTICLE VI REGISTERED OFFICE

The initial registered office within the State of Idaho shall be 595 E. State Street, Eagle, ID 83616 and the registered agent at such address shall be Bruce Hurdman.

ARTICLE VII - DIRECTORS

The members of the Governing Board shall be known as Directors and the Number thereof shall be fixed by the By-Laws of this Corporation. The initial Board of Directors who are to serve until the first annual meeting of the shareholders, or until their successors are elected and shall qualify are as follows:

Bruce Hurdman, 1408 Oaklawn Drive, Boise, ID 83709

James L. Blackburn, 1004 Hawley Loop, Vale, OR 97918

ARTICLE VIII

The Corporation shall indemnify, exonerate, reimburse or defend any present or former Director, Officer, Employee, Affiliate, Agent or Contractor of this Corporation for expenses, claims, liabilities, indebtedness, penalties, damage or injury incurred by or caused then in such capacity, except for their own negligence, known unauthorized acts or defalcations not ratified, confirmed or adopted for the benefit thereof received by this Corporation.

The name and post office address of the Incorporator signing the Articles of Incorporation is Bruce Hurdman, 1408 Oaklawn Drive Boise, Idaho 83709

These Articles of Incorporation have been adopted and executed on this 8 day of January, 1990.

In witness whereof, for the purpose of forming the Corporation under the laws of the State of Idaho, the undersigned, constituting the incorporators of this Corporation, and including all of the persons named herein as the first Directors, have executed these articles of Incorporation.


Bruce Hurdman