

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

RED SEA RESEARCH GROUP, 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 RED SEA RESEARCH GROUP, 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 20, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION OF
RED SEA RESEARCH GROUP, INC.

RECEIVED
SEC. OF STATE

THE UNDERSIGNED, being over the age of twenty-one years and a citizen of the United States of America, for the purposes of forming a corporation under the Idaho Business Corporations Act, does hereby adopt the following articles of incorporation:

ARTICLE I.

The name of this corporation is the RED SEA RESEARCH GROUP, INC.

ARTICLE II.

Pursuant to I.C. 30-308, this corporation shall have one (1) class of members. The manner of election or appointment of such members and the qualification and rights of the members shall be set forth in the By-laws. A Certificate of Membership shall be provided to each member in goodstanding.

ARTICLE III.

The period of duration of this corporation shall be perpetual.

ARTICLE IV.

This corporation shall be a not-for-profit corporation.

ARTICLE V.

This corporation is formed and organized to pursue historical and archaeological research and exploration. In order to accomplish such purposes, the corporation may engage in educational, scientific, research, social or political functions and activities. In furtherance of these purposes, the

corporation shall have all powers granted to corporations generally, as well as those powers specified in I.C. 30-307.

ARTICLE VI.

The address of the registered office and the name of the corporation's registered agent and principal organizer at such address is as follows:

NAME:

HAROLD VAN ASCHE

ADDRESS:

501 "B" Street
Pinehurst, ID 83850

Post Office Address:
P.O. Box 1301
Pinehurst, ID 83850

ARTICLE VII.

No part of the net earnings of the corporation shall enure to the benefit of, or be distributable to its directors, officers, members or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE VIII.

Meetings of members of the corporation shall be held at such place, either within or without this State, as may be provided in the By-laws. An annual meeting of the members shall be held at such time and at such place as may be provided in the By-laws. The directors of the corporation shall be elected at such annual meeting of the members.

ARTICLE IX.

Assessments may be levied upon all members of the corporation, and the board of directors is hereby authorized to

fix the amount thereof, from time-to-time, and make them payable at such times or intervals, and upon such notice, and by such method as the directors may prescribe. Assessments shall be made enforceable only by forfeiture of membership upon notice given in writing twenty (20) days before commencement of such forfeiture.

ARTICLE X.

This corporation may be dissolved in the manner as prescribed by the laws of the State of Idaho. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, as to such organization(s) organized and operated exclusively for charitable, educational or scientific purposes and shall at the time qualify as an exempt organization(s) under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of future laws), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine.

ARTICLE XI

This corporation shall be formed without capital stock.

ARTICLE XII

The corporation membership reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now and hereafter prescribed by

the laws of the State of Idaho and all rights conferred are subject to this reservation.

ARTICLE XIII

The voting rights of the members shall be on the basis of one (1) vote per member. Such shall apply to voting on each matter submitted to a vote at a meeting of the members. A member shall vote in person.

ARTICLE XIV

The membership of the corporation shall have the full power to adopt, alter, amend or repeal the By-laws or adopt new By-laws in the manner prescribed by statute.

ARTICLE XV

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the directors shall be prescribed and may be amended by the members in the By-laws, but the number of the Board of Directors, as initially and now constituted, shall be one (1), and he shall serve until his successor(s) is duly elected and qualified, and his name and post office addresses is as follows:

NAME:

Harold Van Asche

POST OFFICE ADDRESS:

P.O. Box 1301
Pinehurst, ID 83850

The name and address of the corporation's initial incorporator is as follows:

NAME:

Harold Van Asche

POST OFFICE ADDRESS:

P.O. Box 1301
Pinehurst, ID 83850

DATED AND EXECUTED in duplicate this 14th day of
Febr, 1992.

Harold Van Asche
HAROLD VAN ASCHE, Incorporator

STATE OF IDAHO)
)ss.

County of Shoshone)

On this 14th day of FEBRUARY, 1992, before me,
the undersigned, a Notary Public, in and for the State of Idaho,
personally appeared HAROLD VAN ASCHE, known to me to be the
person that executed the within and foregoing document, and
acknowledged to me that such person 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.

B. E. Dahl
NOTARY PUBLIC in and for the
State of Idaho residing at
OSBURN therein.
My Comm. Expires: 11/21/97