



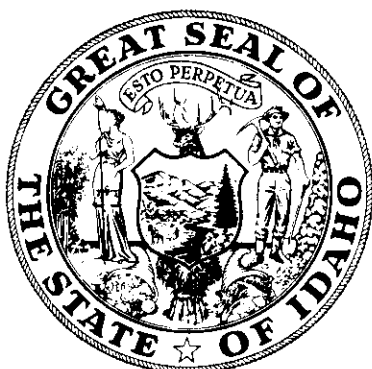
CERTIFICATE OF AUTHORITY
OF

RONALD C. MILLS AND ASSOCIATES

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of RONALD C. MILLS AND ASSOCIATES for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to RONALD C. MILLS AND ASSOCIATES to transact business in this State under the name RONALD C. MILLS AND ASSOCIATES and attach hereto a duplicate original of the Application for such Certificate.

Dated March 29, 19 82.



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose, submits the following statement:

1. The name of the corporation is RONALD C. MILLS AND ASSOCIATES
2. *The name which it shall use in Idaho is RONALD C. MILLS AND ASSOCIATES
3. It is incorporated under the laws of the State of Utah
4. The date of its incorporation is October 30, 1981 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 5330 South 900 East Suite 180, Salt Lake City, Utah 84117
6. The street address of its proposed registered office in Idaho is 40 East Hooper Avenue, P.O. Box 566, Soda Springs, Idaho 83276, and the name of its proposed registered agent in Idaho at that address is Chuck Schwartz
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
to engage in the business of buying and selling real property
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Ronald C. Mills</u>	<u>President</u>	<u>3860 Prospector Dr., SLC, UT 84121</u>
<u>Marsha J. Mills</u>	<u>Vice-President</u>	<u>3860 Prospector Dr., SLC, UT 84121</u>
<u>Ronald E. Kunz</u>	<u>Sec-Treas.</u>	<u>760 East Center, Midvale, UT 84047</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>common</u>	<u>One Dollar (\$1.00)</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
2,000	common	One Dollar (\$1.00)

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 4,, 19 82.

RONALD C. MILLS AND ASSOCIATES

By

Its _____ President

and

Its _____ Secretary

STATE OF UTAH)

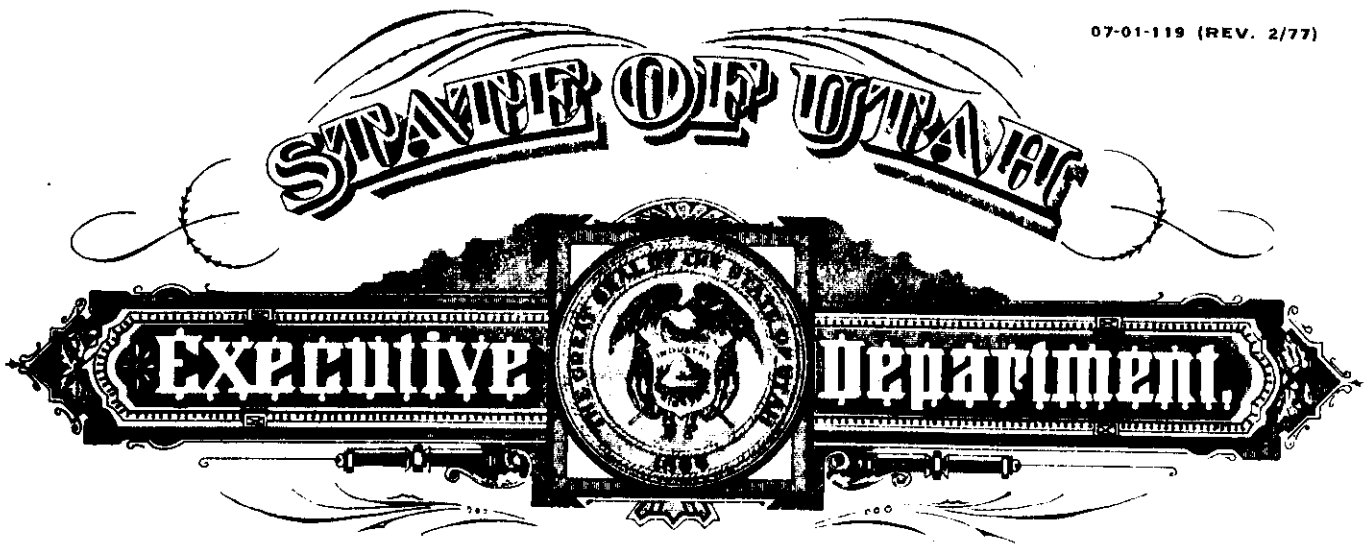
COUNTY OF Salt Lake) ss:

I, Melissa Blanchard, a notary public, do hereby certify that on this 4th day of March, 19 82, personally appeared before me Ronald C. Mills, who being by me first duly sworn, declared that he is the President of Ronald C. Mills and Associates

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Melissa Blanchard
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



Office of Lt. Governor/Secretary of State

I, DAVID S. MONSON, LT. GOVERNOR/SECRETARY OF STATE OF THE STATE OF UTAH, DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of the Articles of Incorporation of RONALD C. MILLS AND ASSOCIATES, incorporated in this office on June 17, 1981 and said corporation is in good standing.

AS APPEARS OF RECORD IN MY OFFICE.

File #92975

IN WITNESS WHEREOF, I have
hereunto set my hand and affixed the
Great Seal of the State of Utah at Salt
Lake City, this 24th day of
March A.D. 1982.

David S. Monson

LT. GOVERNOR/SECRETARY OF STATE

FILED in the office of the Lieutenant Governor
of the State of Utah, on the 17th
day of June A.D. 1981

DAVID S. MONSON
Lieutenant Governor

Public Clerk

Fees

50.00

ARTICLES OF INCORPORATION

OF

RONALD C. MILLS AND ASSOCIATES

92975

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, as citizens and being of lawful age do hereby voluntarily associate ourselves for the purpose of forming a private corporation, under and pursuant to the laws of the State of Utah, and we hereby set forth, declare and certify the following:

ARTICLES OF INCORPORATION

I

The name of the corporation shall be Ronald C. Mills and Associates.

II

The principal place of business and registered office of the corporation shall be in Salt Lake County, State of Utah, with its office located at 5330 South 900 East, Suite 180, Salt Lake City, Utah 84117 therein. The corporation may establish other offices at any place or places within the State of Utah or other states or countries by a majority vote of the Directors, meeting for that purpose. Ronald C. Mills will act as the corporation's registered agent at the above address.

III

The term of the corporation shall be perpetual or until sooner dissolved by the voluntary act of the majority of the stockholders or as otherwise provided by law.

IV

The following persons are named as incorporators and their respective addresses are as follows, to-wit:

RONALD E. RUNZ
ATTORNEY AT LAW
760 EAST CENTER
STREET
MIDVALE, UTAH 84047

(801) 257-0834

<u>NAME</u>	<u>ADDRESS</u>
Ronald C. Mills	3860 Prospector Drive Salt Lake City, Utah 84121
Ronald E. Kunz	760 East Center Street Midvale, Utah 84047
Marsha J. Mills	3860 Prospector Drive Salt Lake City, Utah 84121

V

The pursuit or business which it is agreed shall be carried on by said corporation is to engage in the business of buying and selling real property and such other purposes allowed by law.

VI

The amount of stock of the corporation shall be as follows: There shall be authorized ^{50,000 REK} ~~100,000~~ shares of common par value voting stock of the par value of One Dollar (\$1.00) per share. Such stock shall have a representation of one vote per share.

VII

The corporation will not commence business until consideration of the value of at least One Thousand Dollars (\$1,000.00) has been received for the issuance of shares.

VIII

The private property of the stockholders shall not be liable for the debts of the corporation and the stock of the corporation shall not be subject to assessment for the payment of the debts of the corporation or for any other reason.

IX

The Board of Directors shall consist of a membership of not less than three (3) nor more than seven (7) Directors to be elected by the stockholders at the annual or special stockholders' meeting, by a majority of the

stock entitled to vote represented by such meeting. A President, Vice-President, Secretary and Treasurer shall be appointed by the Directors at a meeting immediately following the annual stockholder's meeting or in any other special meeting called for that purpose. The same person may act in a dual capacity as Secretary and Treasurer. The Officers and Directors shall be holders in their own right of at least one (1) share of stock in the corporation. Any officer of this corporation may be removed at a special meeting of the stockholders, by a majority vote of the stockholders, each stockholder being entitled to one (1) vote per share of stock held by him, and any officer may resign, which resignation shall take effect upon acceptance thereof by the Board of Directors, sitting in session for that purpose.

X

The following incorporators shall serve as officers and directors of said corporation until the first annual stockholders' meeting to be held on the last Friday of each October at the office of the corporation in Salt Lake County, Utah, to-wit:

Ronald C. Mills	President and Director
Ronald E. Kunz	Vice President and Director
Marsha J. Mills	Secretary-Treasurer and Director

XI

All meetings of the stockholders, directors or officers of this corporation shall be held at the principal place of business of the corporation in the State of Utah, unless another more suitable place shall be designated in advance by the Board of Directors. Notice to stockholders shall be given of all annual meetings of stockholders and special meetings when called by the Directors or by any number of stockholders holding not less than one third (1/3) of the outstanding stock entitled to vote at such meetings. Such notice shall be given by service or by mail at least five (5) days before the date fixed for said meeting.

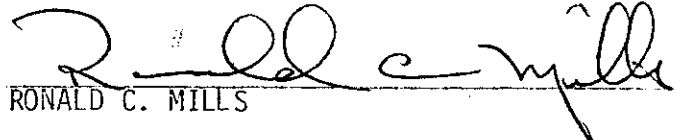
XII

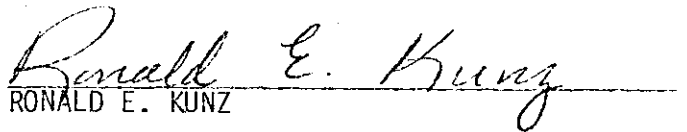
Two thirds (2/3) of the entire Board of Directors shall be necessary to form a quorum and be authorized to transact the business and exercise the corporate powers of the corporation.

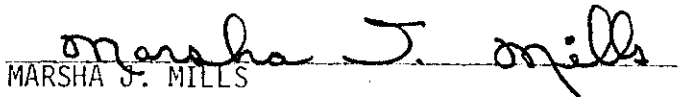
XIII

The corporation shall keep such books of record of its proceedings and business as is required by law and good business practice and it shall further keep a stock transfer book in which it shall be made to appear the original stockholders, their interest, the amount paid on their shares of stock and all transfers thereof. All books of the corporation shall at all reasonable hours be subject to the inspection of any bona fide stockholders or stockholder of record. The stock transfer books shall be closed by direction of the Board of Directors for a period not exceeding thirty (30) days preceding the date of any meeting of stockholders, or the date of payment of any dividend or in connection with the obtaining the consent of the stockholders for any purpose.

IN WITNESS WHEREOF, we have hereunto set our hands this 15 day of June, 1981.


RONALD C. MILLS


RONALD E. KUNZ


MARSHA J. MILLS

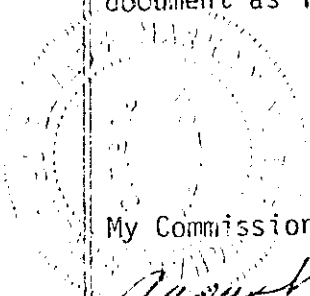
STATE OF UTAH)
 :SS
County of Salt Lake)

I, Marilyn M. Larnaghan, a Notary Public, hereby certify that on the 15 day of June, 1981, personally appeared before me

RONALD E. KUNZ
ATTORNEY AT LAW
700 EAST CENTER
STREET
MIDVALE, UTAH 84047

(801) 255-0834

RONALD C. MILLS, RONALD E. KUNZ, and MARSHA J. MILLS, who being by me duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.



Marilyn M. Burningham
Notary Public

My Commission Expires:

August 16, 1982

Residing at:

Sandy, Utah

RONALD E. KUNZ
ATTORNEY AT LAW
700 EAST CENTER
STREET
MIDVALE, UTAH 84047

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