

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

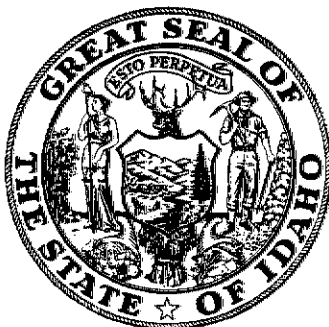
SMELEK & ASSOCIATES, INC.

File number C 112143

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: September 25, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Roberts*

SEP 25 4 21 PM '95

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
STATE OF IDAHO

SMELEK & ASSOCIATES, INC.

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 SMELEK & ASSOCIATES, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to perform business consulting and related activities, and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The shares of stock to be issued by the corporation shall consist of one class only, and the aggregate number of shares which the corporation shall be authorized to issue shall be 500 shares of stock, each having a par value of \$10.00 per share. All shares of stock shall have the same rights in such corporation and shall be nonassessable when paid in full.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation and of the initial registered agent, Candace Smelek, is 1978 Silver Creek Lane, Boise, Idaho.

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IDAHO SECRETARY OF STATE

9/26/95 9:00:00 AM
Customer # 2954
IVC960015683 16384

CORPORATION PROFIT

1 @ 100.00 = 100.00

EIGHTH: The number of directors constituting the initial board of directors of the corporation is one. The name and address of the person who is to serve as director and who is also the incorporator is:

Candace Smelek

1978 Silver Creek Lane
Boise, Idaho 83706


THE UNDERSIGNED, being the original incorporator and subscriber to the capital stock hereinbefore named for the purposes of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set her hand and seal this 2nd day of January, 1995.


Candace Smelek

VERIFICATION

STATE OF IDAHO)
) ss.
County of Ada)

I, Kelly L. Maier, a notary public, do hereby certify that on this 2nd day of January, 1995, personally appeared before me Candace Smelek, who, being by me first duly sworn, declared that she is the incorporator of Smelek & Associates, Inc., that she signed the foregoing document as such, and that the statements therein contained are true.



Notary Public for Idaho
Residing at Boise, Idaho
My Commission Expires: 3/5/96