



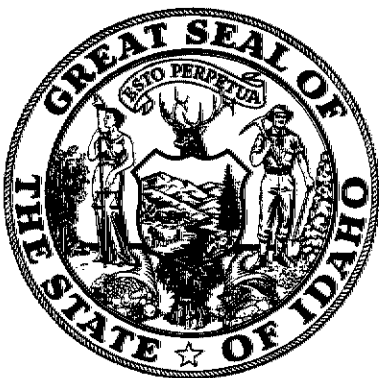
**CERTIFICATE OF INCORPORATION
OF**

MONEYMAKER 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: April 3, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra M. [Signature]*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
MONEYMAKER SYSTEMS INC.
A CLOSE CORPORATION

FIRST. The name of this corporation is MONEYMAKER SYSTEMS INC.

SECOND. This corporation shall exist in perpetuity.

THIRD. The nature of the business and, the objectives and purposes proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the corporate laws of the state of Idaho.

FOURTH. The total authorized capital stock of the corporation is divided into One Thousand shares at no par.

FIFTH. Each stockholder shall offer to the corporation or the other stockholders of the corporation a NINETY DAY "first refusal" option to purchase his stock should he elect to sell his stock. Sale price of stock shall not be greater than the net value of corporate assets including the net present value of existing leases for a period of one year figured at ten percent interest.

SIXTH. The initial agent and office is: Phil McRee, 107 Broadway, Boise, Idaho 83702.

SEVENTH. The following individuals will constitute the initial board of directors and will serve until the first annual meeting of shareholders:

Larry A. Robinson, President	Phil McRee, Vice President
6410 Fairview Ave.	107 Broadway
Boise, Id. 83704	Boise, Id. 83702
Becky Ann Robinson, Secretary and Treasurer	
6410 Fairview Ave.	
Boise, Id. 83704	

EIGHTH. I, Phil McRee am the incorporator. My address is : 107 Broadway, Boise Idaho 83702

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the state of Idaho do make , file and record this certificate and do certify that the facts herein stated are true; and have accordingly hereunto set my hand.

Phil McRee

DATED AT 3 APRIL 1987