

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

C & M ADVENTURES, 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: September 07, 1990



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth Fabale*



shares with each share having as its par value \$.10. The Board of Directors may from time to time fix the consideration for which such shares shall be issued and sold, provided they may not be issued or sold at a value less than par. The capital stock, when fully paid, shall be nonassessable, shall be one class of which all shall be voting. Voting of the stock shall be cumulative.

ARTICLE 6: INCORPORATOR: The name and address of the incorporator is:

R.C. Stone  
Rt. #1 Box 1798  
Burley, Idaho 83318

ARTICLE 7: DIRECTORS: The initial Board of Directors shall consist of four Directors who shall be:

Tim Crist  
681 Ridgeway Drive  
Twin Falls, Idaho 83301

Beth Crist  
681 Ridgeway Drive  
Twin Falls, Idaho 83301

Jim Miller  
510 Lincoln  
Twin Falls, Idaho 83301


Laura Miller  
510 Lincoln  
Twin Falls, Idaho 83301

The initial Board of Directors shall serve until the first annual meeting of the shareholders at which time their successors shall be elected and qualified. The By-Laws shall specify the number of Directors for the corporation to be elected at the first annual meeting of shareholders, and

thereafter.

ARTICLE 8: CONTRACTS: No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of capital stock of such other corporation is owned by the corporation, and no act of the corporation shall be in any way affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation. Any director individually may be a party to or may be pecuniarily or otherwise interested in a contract or transaction of the corporation and any directors of the corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction and may vote thereon to authorize such contract or transaction with the same right, force and effect as if he were not a director or officer of the corporation and not interested therein. The same shall apply if any officer or director of this corporation shall be interested in any other form of business entity dealing with this corporation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 6 day of September, 1990.

  
R. C. Stone