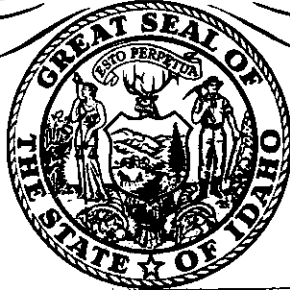


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

CUSTER COUNTY TITLE, INC.

was filed in the office of the Secretary of State on the **Eighteenth** day of **November** A.D. One Thousand Nine Hundred **Sixty** and duly recorded on Film No. **113** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Challis** in the County of **Custer**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **18th** day of **November**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION

OF
THE
CUSTER COUNTY TITLE, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, each a natural person, over the age of twenty-one years, citizens and residents of the United States of America and of the State of Idaho, do by these presents this day voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and for that purpose do hereby make, publish, acknowledge, declare and certify and file this certificate for that purpose;

ARTICLE I: NAME OF CORPORATION

SECTION 1. The name of this corporation is and shall be the CUSTER COUNTY TITLE, INC.

ARTICLE II. DURATION OF CORPORATION

SECTION 1. The period of the existence and the duration of the life of this Corporation shall be perpetual.

ARTICLE III. CORPORATE SEAL

SECTION I. The official seal of this corporation shall be in the form of a circle and have inscribed thereon the name of the corporation and the words "Corporate Seal, Idaho".

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

SECTION I. The registered office and principal place of business of this Corporation shall be in the Village of Challis, County of Custer, State of Idaho, and this corporation may maintain offices at such other place or places in the State of Idaho and in the United States as the Board of Directors may from time to time decide.

SECTION 2. The post office address of the registered office of this corporation shall be "CUSTER COUNTY TITLE, INC."

~~Challis~~, Challis, Idaho".

SECTION 3. The operations and business of this corporation shall be carried on in the County of Custer, State of Idaho, and such other counties in the State of Idaho, and in the United States of America, as the Board of Directors may from time to time decide.

ARTICLE V: OBJECTS AND PURPOSES OF CORPORATION

In order to effectuate the objects and purposes herein declared to be the purposes and objects for which this corporation is organized, it is formed and is authorized to do as principal, agent, or otherwise, at any place or places within the State of Idaho, or in any other State or Territory of the United States of America, any and everything herein set forth to the same extent as natural persons might and could do. In furtherance of, and not in limitation of, the general powers conferred by the laws of the State of Idaho, it is hereby expressly provided and declared that this corporation shall have the following purposes, objects and powers:

(A). To conduct and carry on the business of insurance, accounting, stenography, realty and abstract of title, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the insurance, accounting, stenography, realty and abstract businesses and the work connected therewith.

(B). To buy, sell, trade and deal in all and every kind of insurance policies and abstracts of title; to buy, acquire, hold, use, employ, mortgage, convey, lease and dispose of patent rights, letters of patent, processes, devices, inventions, trademarks, formulas, insurance contracts and abstracts of title, good will, and other rights; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve, and otherwise deal in and dispose of real estate and real property, or any interest or rights therein; to deal in and

lend money on bonds, stock, other personal property and real property.

(C). To purchase, acquire, hold, and dispose of stocks and bonds obligations, including judgments, interest, accounts or debts of any corporation, individual or otherwise, owning or controlling any article which are or might be or become useful in the business of this company, or engaged in a business similar to this corporation; and that this company may issue therefor stocks and/or bonds of this corporation.

(D). To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business.

(E). To acquire and carry on all or any part of the business or property of any company, individual, person or otherwise, engaged in a business similar to that authorized to be conducted by this company, or which this company is authorized to consolidate, or otherwise, or whose stock this company under the laws of this state and the provisions of this certificate is authorized to purchase and to undertake in conjunction therewith, and liabilities of any person, firm, association or company described as aforesaid, possessed of property suitable for any of the purposes of this company, or for carrying on any business which this company is authorized to conduct and for the consideration for the same to pay cash, or to issue shares, stocks or obligations of this company.

(F). Subject to the limitations herein prescribed and the statutes of this state, to purchase, subscribe for or otherwise acquire and to hold the shares, stocks or obligations of any company, be it either foreign or domestic, and to sell and exchange the same or upon the distribution of assets or dividends or profits to distribute any such shares, stocks or obligations

or proceeds thereof among the stockholders of this company.

(G). Subject to the limitations herein prescribed and the statutes in such case made and provided, to borrow or raise money for any purposes of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property, corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and real and personal property, mortgages, bills of exchange, promissory notes, or other obligations or negotiable instruments.

(H). It is the intention of the incorporators of this corporation that the foregoing clauses shall be construed both as objects and powers, and that the foregoing enumeration of specific powers shall not be construed to limit or restrict in any manner the powers of the corporation, but that the said corporation shall have in addition thereto the power to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any one or more of the objects herein enumerated, or incidental to the powers herein enumerated, of which shall at any time appear conducive or expedient for the protection or benefit of this corporation, and this to the same extent and as fully as natural persons might or could do.

ARTICLE VI: CAPITAL STOCK

SECTION 1. The capital stock of this corporation shall consist of Ten Thousand Dollars (\$10,000.00), divided into One Thousand (1000) shares of the par value of Ten Dollars (\$10.00) per share.

SECTION 2. The capital stock of this corporation shall be non-assessable.

SECTION 3. Each share of stock shall be entitled to one vote in all matters of the corporation.

ARTICLE VII: LIABILITY OF STOCKHOLDERS

No stockholder of this corporation shall be in any way

way personally liable for any debt or liability of the corporation in any amount greater than his unpaid stock subscriptions, as the case may be.

ARTICLE VIII: BOARD OF DIRECTORS

SECTION 1. The Board of Directors of this corporation shall consist of four (4) members, and the names of the members of the Board of Directors who are to serve until their successors are elected and qualified are as follows, to-wit:

<u>NAME</u>	<u>RESIDENCE</u>
J. Lessil Sharp	Challis, Idaho
Elsie J. Sharp	Challis, Idaho
Howard Baxter	Challis, Idaho
Evelyn Baxter	Challis, Idaho

ARTICLE IX: INCORPORATORS

The names and addresses of the incorporators hereof and the amount of capital stock subscribed by each incorporator is listed opposite such incorporator's name and are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>No. OF SHARES</u>	<u>AMOUNT</u>
J. Lessil Sharp	Challis, Idaho	One (1)	\$ 10.00
Elsie J. Sharp	" "	" "	"
Howard Baxter	" "	" "	"
Evelyn Baxter	" "	" "	"

ARTICLE X. REQUIREMENTS, DIRECTORS AND OFFICERS:

Section 1. All Directors of this corporation and the President, Vice President, and Treasurer, must be stockholders of this company.

ARTICLE XI. SALE OF SHARES

SECTION 1. Any stockholder who may desire to sell his shares, or any part thereof, must first offer the same to the corporation at a price which such selling stockholder has been offered or which is a reasonable price therefor. If the corporation does not purchase any such stock or shares, then the shares must be offered first to the stockholders of the company in proportion to their respective holdings in relation to the total issued capital stock. If only one or more, but not all, of the stockholders are interested in or desire to purchase such stock, then such persons shall have the first right to purchase such stock at the price as aforesaid.

SECTION 2. Any issues of stock of this corporation, with the exception of the numbers above subscribed, or any sale of treasury stock of this corporation, or any stock whatever to be sold by this corporation, must first be offered to the stockholders of record in proportion to such stockholders holding with the total issued capital stock of this corporation. Provided, nevertheless, that if one or more, but not all, of the stockholders desire to purchase the stock, then in such case any such stock to be sold by the corporation shall be sold to such stockholders desiring to purchase the stock in proportion to their respective interests.

ARTICLE XII: LIMITATIONS OF AUTHORITY

SECTION 1. This corporation, its Board of Directors and officers, shall be empowered to act and be governed by and in accordance with these Articles of Incorporation, the By-Laws of this company, the Constitution and laws of the State of Idaho, and all acts amendatory thereto and supplemental thereto.

ARTICLE XIII: AMENDMENTS

SECTION 1. These Articles of Incorporation may be amended or changed at any regular meeting, or special meeting called for such purpose, by a vote of two-thirds or more in the affirmative of the total outstanding and issued capital stock of this corporation.

IN WITNESS WHEREOF, We, the above named four incorporators, and the subscribers to the stock of said corporation, in the amounts set opposite our respective names, hereby subscribe our respective names to these Articles of Incorporation, in triplicate and as triplicate originals and we do hereby certify that all of said incorporators are of lawful age and are all citizens of the United States of America and bona fide residents of the State of Idaho, this 16th day of November, 1960.

(SEAL) J. Lassic Sharp

(SEAL) Elvie J. Sharp

Howard Bayne (SEAL)

C Evelyn Dexter (SEAL)

STATE OF IDAHO)
County of Custer) ss.

On this 16th day of November, in the year 1960, before me, the undersigned, a Notary Public in and for said State, personally appeared J. LESSIL SHARP, ELSIE J. SHARP, HOWARD BAXTER, and EVELYN BAXTER, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this day and year in the certificate first above written.

Jack B. Zusey
Notary Public for the State of Idaho
Residing at Challis therein.
My Commission expires: 4/4/61