

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

DMSM VENTURES INC.

File number C 109309

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: February 3, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ava Sipe*

ARTICLES OF INCORPORATION

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SEC. OF STATE

ARTICLE I

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The name of this corporation shall be DMSM VENTURES INC.
This Corporation shall have perpetual existence.

ARTICLE II

The purposes for which this Corporation is organized are to conduct, transact and to carry on any and all lawful businesses for which corporations may be incorporated under the laws of the state of Idaho.

ARTICLE III

The Corporation shall have authority to issue one thousand (1000) common shares of par value of ten dollars (\$10.00) each.

ARTICLE IV

The address of the initial registered office of the Corporation shall be 1120 Queen of the Hill Drive, Hailey, Idaho and the Corporation's initial registered agent is Susan S. McBryant at the aforementioned address

ARTICLE V

This Corporation shall be governed by a board consisting of not less than three, nor more than five directors. Following are the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors shall be elected and qualified:

Susan S. McBryant
1120 Queen of the Hills Drive
Hailey, Idaho 83333

David M. McBryant
1120 Queen of the Hills Drive
Hailey, Idaho 83333

R. L. Horn
1010 Queen of the Hills Drive
Hailey, Idaho 83333

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ARTICLE VI

The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer. All officers shall be elected by the Board of Directors and shall serve until removed by the Board. Such other officers and agents shall, from time to time, be appointed by the Board of directors as the shall deem necessary.

ARTICLE VII

The name and address of each incorporator is as follows:

Susan S. McBryant
1120 Queen of the Hills Drive
Hailey, Idaho 83333

David M. McBryant
1120 Queen of the Hills Drive
Hailey, Idaho 83333

R. L. Horn
1010 Queen of the Hills Drive
Hailey, Idaho 83333

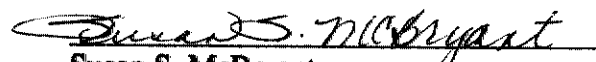
ARTICLE VIII

Directors shall be elected at the first annual meeting of the stockholders of the Corporation and shall serve for a term of one year or until their successors shall be elected.


ARTICLE VIII

The annual meeting of the stockholders of this Corporation shall be held the second Tuesday of May of each calendar year.

Witness our hands and seals this 1st day of February 1995.


Susan S. McBryant


David M. McBryant


R.L. Horn