

State of Idaho

Department of State

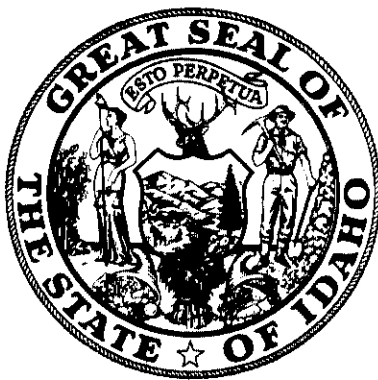
CERTIFICATE OF INCORPORATION OF

PROFESSIONAL MANAGEMENT ASSOCIATES, 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: **December 30, 1988**



Pete T. Cenarrusa
SECRETARY OF STATE

by: *Gnn Fisk*

ARTICLES OF INCORPORATION

OF

PROFESSIONAL MANAGEMENT ASSOCIATES, INC.

DEC 30 8 26 AM '80
SECRETARY OFFICE

The undersigned, acting as incorporator under the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

1. NAME. The name of the corporation is:
PROFESSIONAL MANAGEMENT ASSOCIATES, INC.
2. DURATION. The period of its duration is perpetual.
3. PURPOSES. The purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. STOCK. The corporation shall have the authority to issue 10,000 shares of capital stock, all of one (1) class, ONE DOLLAR (\$1) par value.
5. ADDRESS. The address of the initial registered office of the corporation is:

Post Office Address: P.O. Box 712
Sun Valley, ID 83353

Street Address: 931 North Main
Ketchum, Idaho

The name of the initial registered agent of the corporation at the above address is: Frances N. Ferguson.

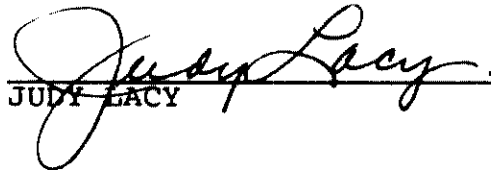
6. INITIAL DIRECTOR(S). There shall be one (1) director constituting the initial Board of Directors whose name and address is:

Carl Kappen
662 Clara Court
Lake Oswego, OR 97034

7. INCORPORATOR. The name and address of the incorporator is:

Judy Lacy
P.O. Box 712
Sun Valley, ID 83353

IN WITNESS WHEREOF, I have hereunto set my hand this 20th day of December, 1988.

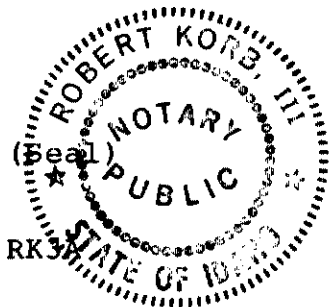


JUDY LACY

STATE OF IDAHO)
) ss.
County of Blaine)

On this 20th day of December, 1988, before me, a Notary Public in and for said State, personally appeared JUDY LACY, known to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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





NOTARY PUBLIC FOR IDAHO
Residence: Kekaha
Commission expires: Likihine