



**CERTIFICATE OF INCORPORATION
OF**

B & H, 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: June 1, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Hantley*

16
ARTICLES OF INCORPORATION

OF

B & H, INC.

The undersigned, being natural citizens of the United States and all of whom are residents of the United States and of the State of Idaho, acting as incorporators of a corporation hereinafter referred to as the "Corporation" under the provisions of Title 30, Chapter 1, Idaho Code, the Idaho General Business Act, hereinafter referred to as "Act" adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is B & H, Inc.

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III

PURPOSES AND POWERS

Section 1. PURPOSES: The purposes for which the Corporation is organized are to engage in any lawful activities and to carry on all of the business incident thereto or connected therewith, and to engage in any other lawful activities.

Section 2. STATUTORY POWERS: Subject to any specific written limitations or restrictions imposed by the Act, by other law, or by these Articles of Incorporation, and solely in furtherance of, but not in addition to, the limited Purposes set forth in Section 1 of this Article, the Corporation shall have and exercise all of the powers specified in Section 30-1-4, Idaho Code.

ARTICLE IV

AUTHORIZED SHARES

The amount of the total authorized stock of this Corporation is one thousand shares without nominal or par value in which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors and shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further payment thereon.

ARTICLE V

ALL INTERNAL AFFAIRS OF THE CORPORATION

Section 1. MEETINGS OF SHAREHOLDERS: Meetings of the shareholders of the Corporation may be held at such place, either within or without the State of Idaho, as may be provided in the Code of By-Laws. In the absence of such provisions, all meetings shall be held at the registered office of the Corporation.

Section 2. CODE OF BY-LAWS: The initial Code of By-Laws of the Corporation shall be adopted by its Board of Directors and shall be effective upon ratification by the shareholders. The power to alter, amend, or repeal the Code of By-Laws or to adopt a new Code of By-Laws shall be contained in the Code of By-Laws and the Code of By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with the Act or these Articles of Incorporation.

Section 3. AMENDMENTS OF ARTICLES OF INCORPORATION: The Corporation reserves the right from time to time to amend, alter or repeal, or to add any provision to, its Articles of Incorporation, in any manner now or hereafter prescribed or permitted by the provisions of the Act, and any amendment thereto, or by the provisions of any other applicable statute of the State of Idaho and all rights conferred upon shareholders by the Articles of Incorporation, or any amendment thereto, are granted, subject to this reservation.

ARTICLE VI

ADDRESS OF INITIAL REGISTERED OFFICE

Section 1: REGISTERED OFFICE: The address of the initial registered office of the Corporation is Route 3 Box 88, Rupert, Idaho 83350.

The registered agent at said address is Randy A. Bauscher.

ARTICLE VII

DATE RESPECTING DIRECTORS

Section 1. INITIAL BOARD OF DIRECTORS: The initial Board of Directors shall consist of two (2) members. The initial Board of Directors shall serve as Directors until the first annual meeting of the members or until their successors are elected and shall qualify.

Section 2. NAME AND ADDRESS OF DIRECTORS: The names and post office addresses of each of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Randy A. Bauscher	Route 3, Box 88, Rupert, Idaho 83350
Tom R. Haynes	1502 Meadowbrook Lane, Rupert, Idaho 83350

Section 3. INCREASE OR DECREASE OF DIRECTORS: The number of directors may be increased or decreased from time to time by amendment of the Code of By-Laws; but the number of Directors shall not be less than two (2) and no decrease shall have the effect of shortening the term of any incumbent director.

ARTICLE VIII

DATA RESPECTING INCORPORATORS

The names and address of the Incorporators of the Corporation and the number of shares of common stock subscribed by each are as follows:

<u>Name</u>	<u>Number of Shares Subscribed by Each</u>	<u>Address</u>
Randy A. Bauscher	350	Route 3, Box 88, Rupert, Idaho 83350
Tom R. Haynes	350	1502 Meadowbrook Lane, Rupert, Idaho 83350

EXECUTED IN TRIPLICATE this 28th day of April, 1987.


Randy A. Bauscher

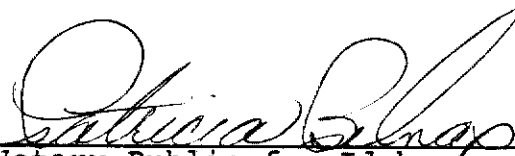

Tom R. Haynes
R.

STATE OF IDAHO)
) ss.
County of Minidoka)

On this 28th day of April, 1987, before me, the undersigned, a Notary Public in and for said State, personally appeared RANDY A. BAUSCHER, known to me to be the person whose name 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 first above written.

(SEAL)

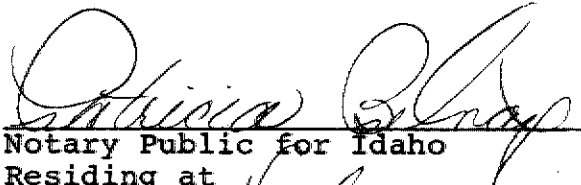

Notary Public for Idaho
Residing at Quito

STATE OF IDAHO)
) ss.
County of Minidoka)

On this 29th day of April, 1987, before me, the undersigned, a Notary Public in and for said State, personally appeared TOM ~~R~~ HAYNES, known to me 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 first above written.

(SEAL)



Notary Public for Idaho
Residing at Hecla