

State of Idaho

Department of State

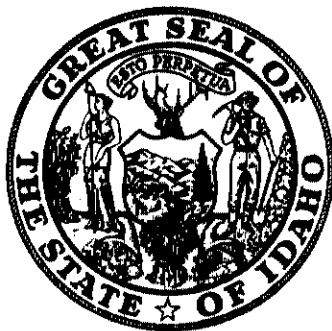
CERTIFICATE OF INCORPORATION OF

MCCAULEY ENTERPRISES, 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: March 09, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Angie Hoken

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ARTICLES OF INCORPORATION

OF

McCAULEY ENTERPRISES, INC.

I.

The name of the corporation is **McCAULEY ENTERPRISES, INC.**

II.

The period of its duration is perpetual.

III.

Its purpose is the operation of a general insurance agency and all other purposes not prohibited by law.

IV.

It shall have the authority to issue One Million shares, all of one class, \$1.00 par value.

V.

The address of the original registered office is 320 N. Division, Kellogg, Idaho 83837. The name of its initial registered agent at such address is: William McCauley.

VI.

The number of directors constituting its initial board of directors is one, whose name and address is: WILLIAM McCAULEY, 320 N. Division, Kellogg, Idaho 83837.

VII.

The name and address of each incorporator is:

WILLIAM McCAULEY
320 N. Division
Kellogg, Idaho 83837

DATED this 5th day of March, 1992.

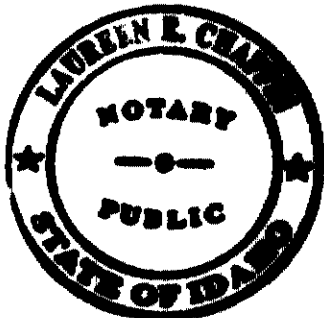

WILLIAM McCAULEY

1. ARTICLES OF INCORPORATION

STATE OF IDAHO)
 : ss
County of Shoshone)

On this 5th day of March, 1992, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared, WILLIAM McCAULEY, to me known to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same as his free and voluntary act and deed for the purposes therein specified.

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



Lauren E. Chaffin
Notary Public in and for Idaho
Residing at: Lamington therein
Commission expires: 07/07/93

2. ARTICLES OF INCORPORATION