



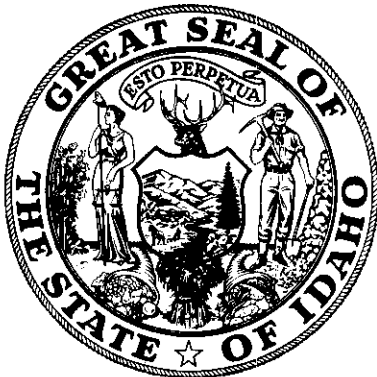
CERTIFICATE OF INCORPORATION
OF

M.R.A. PLANNING SERVICES, INCORPORATED

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: **May 23, 1985**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF

M.R.A. PLANNING SERVICES, INCORPORATED

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SEC

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the Corporation is M.R.A. PLANNING SERVICES, INCORPORATED.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the Corporation is organized is to provide personal financial planning services relating to business and financial matters and the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the Corporation shall have authority to issue is 100,000 at \$1.00 par value.

FIFTH: The holders of shares of stock in this Corporation are not entitled to preemptive rights to purchase additional shares of stock.

SIXTH: The transfer of the shares of the Corporation are restricted and such restriction shall be noted on the back of each outstanding certificate as follows:

"Any sales, assignment, transfer, pledge or other disposition of the shares of stock represented by this certificate is restricted by, and subject to the terms and provisions of a Stock Redemption Agreement dated _____ . A copy of said Agreement is on file with the Secretary of the Corporation. By acceptance of this certificate, the holder hereof agrees to be bound by the terms of said Agreement."

SEVENTH: The address of the initial registered office of the Corporation is 404 South 8th Street, Suite 370, Boise, Idaho 83702, and the name of its initial registered agent at such address is MARK ROBY.

EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation is three, and the names and addresses of the persons who are to serve as directors until the

first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Mark Roby	415 East Curling Boise, Idaho 83702
Lorri Roby	415 East Curling Boise, Idaho 83702
Donald L. Reiman	1021 Cameron Boise, Idaho

NINTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Mark Roby	415 East Curling Boise, Idaho 83702

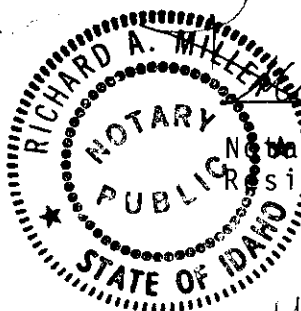
DATED this 22nd day of MAY, 1985.




MARK ROBY

STATE OF IDAHO)
) ss
County of Ada)

I, the undersigned, a notary public for Idaho, do hereby certify that on this 22nd day of MAY, 1985, personally appeared before me, MARK ROBY, who being by me first duly sworn, severally declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.





Notary Public
Residing at: 2401 S. COWY HEE #76
Boise, IDAHO 83705
My Commission expires 4-13-88