

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

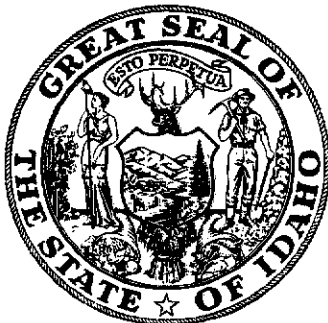
HUMAN SOLUTIONS, INC.

File number C 114119

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 13, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Siebel*

ARTICLES OF INCORPORATION

for

Human Solutions, Inc.

MAR 13 11 56 AM '96

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL BY THESE PRESENTS, that the undersigned incorporators, all of the age of twenty-one years or more, desiring to organize a corporation under the Idaho Code, 1947, as amended, make, sign and verify these Articles of Incorporation.

Article I: The name of the corporation is: **Human Solutions, Inc.**

Article II: The period of its duration is: Perpetual or until it may be dissolved by unanimous consent of its shareholders as provided in the Idaho Business and Corporation Act.

Article III: The purpose for which the corporation is organized is: To distribute organizational development tools and training materials to institutions and individuals operating in both the public and private sectors.

Article IV: The aggregate number of shares which the corporation shall have the authority to issue is: One Hundred (100). All shares shall consist of one (1) class only and shall be without par value.

Article V: The address of the initial registered office of the corporation is: Human Solutions, 2407 Parkside Drive, Boise, Idaho 83712. The name of the initial registered agent at such address is: Jeffrey S. Cook.

Article VI: The number of Directors constituting the initial Board of Directors is: Two (2), and the names and addresses of the persons who are to serve until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Jan C. Salisbury 2407 Parkside Drive Boise, ID 83712

Jeffrey S. Cook 2407 Parkside Drive Boise, ID 83712

IDAHO SECRETARY OF STATE

DATE 03/11/1996 0900 44166

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Article VII: The name and address of each incorporator is:


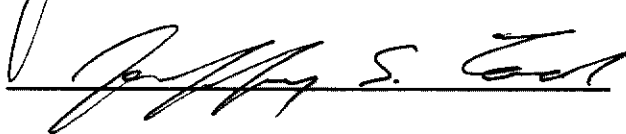
Jan C. Salisbury 2407 Parkside Drive Boise, ID 83712

Jeffrey S. Cook 2407 Parkside Drive Boise, ID 83712

Article VIII: The Directors shall have the power to make by-laws and to amend or alter the by-laws from time to time as they deem proper for the administration and regulation of the affairs of the Corporation.

Article X: The right is reserved from time to time to amend, alter or repeal any provision of and to add to these Articles of Incorporation in any manner now or hereafter prescribed or permitted by the laws of Idaho, and the rights of all shareholders are subject to this reservation.

Dated 3/11 , 1996

Signatures of Incorporators