

ARTICLES OF INCORPORATION

2005 DEC 23 AM 8:57

OF

JEDD STANWOOD, CHARTERED

SECRETARY OF STATE  
STATE OF IDAHO

I, the undersigned, desiring to form a corporation under the Idaho Professional Services Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE ONE**  
NAME

The name of this professional services corporation shall be JEDD STANWOOD, CHARTERED.

**ARTICLE TWO**  
PURPOSE

The nature of the business and the object and purpose of this professional corporation shall be as follows:

1. To engage in the practice of certified public accountancy as a professional services corporation in accordance with the laws of the State of Idaho governing the delivery of like services by certified public accountants duly licensed under the laws of the State of Idaho.
2. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto that is not prohibited by the laws of the State of Idaho or by the provisions of these Articles of Incorporation.

The professional purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render certified public accountant services in the State of Idaho.

IDAHO SECRETARY OF STATE  
12/23/2005 05:00  
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**ARTICLE THREE**  
**DURATION**

The period of existence and duration of the life of this professional corporation shall be perpetual.

**ARTICLE FOUR**  
**REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this professional services corporation is 2316 Ellis, Caldwell, Idaho 83605. The initial registered agent at such address is JEDD STANWOOD.

**ARTICLE FIVE**  
**STOCK**

The total authorized number of par value shares of this professional services corporation shall be 500 shares with no par value, which said shares shall be common stock and shall not be subject to assessment.

**ARTICLE SEVEN**  
**DIRECTORS**

The number of directors constituting the initial Board of Directors of this professional services corporation is one, but during his term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws.

The following person is duly licensed as a Certified Public Accountant under the laws of the State of Idaho and is named director of this professional services corporation until his successors are elected and qualified:

Name  
JEDD STANWOOD

Address  
2316 Ellis  
Caldwell, Idaho 83605

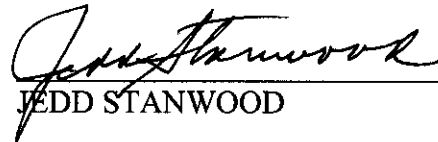
**ARTICLE EIGHT**  
**INCORPORATORS**

The name and post office address of each incorporator is:

Name  
JEDD STANWOOD

Address  
2316 Ellis  
Caldwell, Idaho 83605

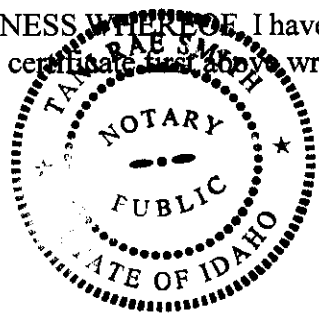
IN WITNESS WHEREOF, We have hereunto set our hands this 22<sup>nd</sup> day of December, 2005.

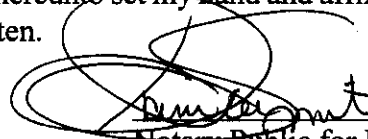
  
\_\_\_\_\_  
JEDD STANWOOD

STATE OF IDAHO            )  
  : ss.  
County of Canyon        )

On this 22<sup>nd</sup> day of December, 2005, before me, the undersigned, a Notary Public in and for said State, personally appeared JEDD STANWOOD, known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION 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.



  
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Notary Public for Idaho  
Residing at: Meridian, Idaho  
My Commission Expires: 3/10/11