

FILED
SEP 17 12 58 PM '99
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
ORVEE, INC.

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

SECRETARY OF STATE

09/17/1999 09:00
CK: CORP: 128678 BH: 258841

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ARTICLE I

The name of the corporation is Orvee, Inc.

ARTICLE II

The corporation is organized to engage in any lawful acts, activities and pursuits for which a corporation may be organized under the Idaho Business Corporation Act.

ARTICLE III

The corporation is authorized to issue one class of shares to be designated "Common Stock." The total number of shares this corporation is authorized to issue is fifty thousand (50,000). The Common Stock shall have no par value.

The preferences, limitations and relative rights of each class of shares (to the extent established hereby), and the express grant of authority to the Board of Directors to amend these Articles of Incorporation and to otherwise impact the capitalization of the corporation, subject to certain limitations and procedures and as permitted by the Idaho Business Corporation Act, are as follows:

A. Common Stock.

1. Voting Rights. Except as otherwise expressly provided by law or in this Article III, each outstanding share of Common Stock shall be entitled to one (1) vote on each matter to be voted on by the shareholders of the corporation.

2. Liquidation Rights. After payment or provision for payment of the debts and other liabilities of the corporation, upon any voluntary or involuntary liquidation, dissolution or winding up of the affairs of the corporation, the holders of Common Stock then outstanding shall be entitled to receive all of the assets and funds of the

corporation remaining and available for distribution. Such assets and funds shall be divided among and paid to the holders of Common Stock, on a pro-rata basis, according to the number of shares of Common Stock held by them.

3. Dividends. Dividends may be paid on the outstanding shares of Common Stock as and when declared by the Board of Directors, out of funds legally available therefore.

4. Residual Rights. All rights accruing to the outstanding shares of the corporation not expressly provided for to the contrary herein or in the corporation's Bylaws or in any amendment hereto or thereto shall be vested in the Common Stock.

ARTICLE IV

The street address of the initial registered office of the corporation is 5189 Overland Road, Boise, Idaho 83705. The name of the corporation's initial registered agent at that office is Steve R. Coleman.

ARTICLE V

To the fullest extent permitted by the Idaho Business Corporation Act or any other applicable law as now in effect or as it may hereafter be amended, a director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for any action taken or any failure to take any action, as a director. Neither any amendment nor repeal of this Article V, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article V, shall eliminate or reduce the effect of this Article V in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article V, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE VI

The name and address of the incorporator is:

Steve R. Coleman
5189 Overland Road
Boise, Idaho 83705

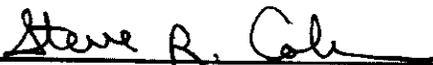
ARTICLE VII

Following the organizational meeting of the Company, the names and addresses of the officers and directors shall be:

Steve R. Coleman
5189 Overland Road
Boise, Idaho 83705

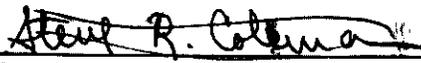
President/Treasurer/
Secretary/Director

DATED this 17 day of August, 1999.



Steve R. Coleman, Incorporator

The undersigned hereby accepts and acknowledges appointment as the initial registered agent of the corporation named above, and confirms that the undersigned meets the requirements of the Idaho Business Corporation Act.



Steve R. Coleman
Registered Agent