

ARTICLES OF INCORPORATION

OF

MDR, INC.

FILED
97 DEC 31 AM 8:55
SECRETARY OF STATE
STATE OF IDAHO

1. Name. The name of the corporation is MDR, Inc.
2. Authorized Shares. The aggregate number of shares the corporation is authorized to issue shall be FIVE (500) HUNDRED, all of which shall be common voting stock.
3. Registered Office and Agent. The registered office of the corporation is 151 Thain Road, Lewiston, ID 83501 and its registered agent at that address is Denise L. Rosen, Attorney at Law.
4. Incorporator. The name of the incorporator is Mike S. Rosen and the incorporator's address is 1014 Bryden, Lewiston, ID 83501.
5. Voting Entitlement of Shares. (1) Except as provided in sections (2) and (4) of this Article each outstanding share, regardless of class, is entitled to one (1) vote on each matter voted on at a shareholders' meeting. Only shares are entitled to vote.

(2) This corporation is not entitled to vote treasury shares. The shares of this corporation are not entitled to vote if they are owned, directly or indirectly, by a second corporation, domestic or foreign, and this corporation owns, directly or indirectly, a majority of the shares entitled to vote for directors of the second corporation.

(3) Section (2) of this Article does not limit the power of this corporation to vote any share, including its own shares, held by it in a fiduciary capacity.

(4) Redeemable shares are not entitled to vote after notice of redemption is mailed to the holders and a sum sufficient to redeem the shares has been deposited with a bank, trust company, or other financial institution under an irrevocable obligation to pay the holders the redemption price on surrender of the shares.

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7. Preemptive Rights. The corporation elects to have preemptive rights.

6. Corporate Purpose. The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IN WITNESS WHEREOF, I have subscribed these Articles of Incorporation this 29th day of December, 1997.


MIKE S. ROSEN
Incorporator