

State of Idaho

Department of State

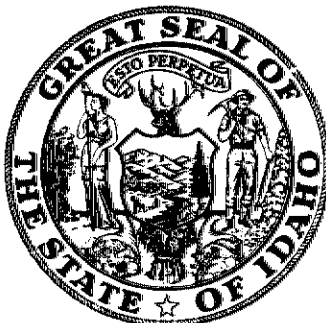
CERTIFICATE OF INCORPORATION OF

THOMAS METCALFE, INC.
File number C 119182

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: April 21, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Herold*

APR 21 8 27 AM '97
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF

THOMAS METCALFE, INC.

The undersigned, acting as incorporators under the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

1. NAME. The name of the corporation is: THOMAS METCALFE, INC.
2. DURATION. The period of its duration is perpetual.
3. PURPOSES. The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. STOCK. The corporation shall have the authority to issue 20,000 shares of capital stock, all of one (1) class, One Dollar (\$1.00) par value.
5. ADDRESS. The address of the initial registered office of the corporation is:

Street Address: 171 6th Street
Ketchum, Idaho

The name of the initial registered agent of the corporation at the above address is: Carrie Thomas.

6. INITIAL DIRECTORS. The number of directors constituting the initial Board of Directors is TWO (2), whose names and addresses are:

IDAHO SECRETARY OF STATE
DATE: 04/21/1997
0900 84621 2
CK #: 1884 CUST# 2204
CORP 1@ 100.00= 100.00

ARTICLES OF INCORPORATION - 1

#: C

Jill Metcalfe, P.O. Box 1155, Ketchum, Idaho, 83340;

and

Carrie Thomas, P.O. Box 6655, Ketchum, Idaho 83340.

7. INCORPORATORS. The name and address of the incorporators are: Jill Metcalfe, P.O. Box 1155, Ketchum, Idaho, 83340, & Carrie Thomas, P.O. Box 6655, Ketchum, Idaho, 83340 .

IN WITNESS WHEREOF, I have hereunto set my hand
this 17th day of April, 1997.

Carrie L. Thomas
Carrie Thomas

STATE OF IDAHO)
County of Blaine) ss.

On this 17th day of April, 1997, before me, a Notary Public in and for said State, personally appeared Carrie Thomas, known to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate above written.

Carol Monteverde
NOTARY PUBLIC FOR IDAHO
Residence: Ketchum-Idaho
Commission expires: 8-31-01

(Seal)

IN WITNESS WHEREOF, I have hereunto set my hand
this 18 day of April, 1997.

Jill Metcalfe
Jill Metcalfe

STATE OF IDAHO)
County of Blaine) ss.

On this 18th day of April, 1997, before me, a Notary Public in and for said State, personally appeared Carrie Thomas, known to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate above written.

(Seal)

Carol Monteverde
NOTARY PUBLIC FOR IDAHO
Residence: Ketchum Idaho
Commission expires: 8-31-01

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