

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

EARTH MANAGEMENT, INC.

File number C 106458

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: May 26, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sims*

ARTICLES OF INCORPORATION

OF

RECEIVED EARTH MANAGEMENT, INC.

SEC. OF STATE

91 MAY 26 PM 9 05
The undersigned, acting as sole incorporator of a corporation under the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is EARTH MANAGEMENT, INC.

SECOND: The period of the corporation's duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock, each having a par value of \$1.00 per share.

FIFTH: The address of the initial registered office of the corporation is 2019 Daves Avenue, Moscow, Idaho 83843, and the name of its initial registered agent at such address is Joe P. Johnson.

SIXTH: The number of Directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as the Director until the first annual meeting of the shareholders or until his successor is elected and shall qualify is:

<u>Name</u>	<u>Address</u>
Joe P. Johnson	2019 Daves Avenue Moscow, ID 83843

IDAHO SECRETARY OF STATE
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CK #: 5569 CUST# 1116
CORP 10 100.00= 100.00

SEVENTH: The name and address of the incorporator is:

Name

Address

Joe P. Johnson

2019 Daves Avenue
Moscow, ID 83843

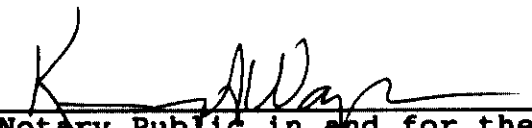
DATED this 24th day of May, 1994.


JOE P. JOHNSON

STATE OF IDAHO)
 : ss.
County of Nez Perce)

On this 24th day of May, 1994, before me, the undersigned, a Notary Public in and for said State, personally appeared JOE P. JOHNSON, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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


Notary Public in and for the
State of Idaho, residing at
Lewistown therein.
My Commission Expires: 2-3-2000