



CERTIFICATE OF INCORPORATION  
OF

*CLEMONS, COSHO & HUMPHREY, P.A.*

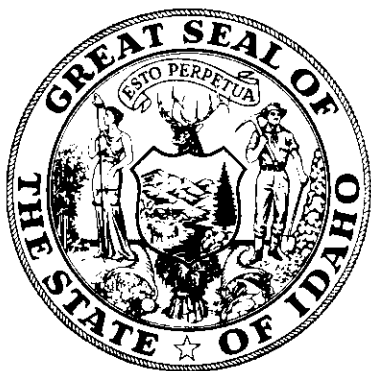
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

*CLEMONS, COSHO & HUMPHREY, P.A.*

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: *September 30, 1981*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

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SECRETARY OF  
STATE

ARTICLES OF INCORPORATION  
OF  
CLEMONS, COSHO & HUMPHREY, P.A.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Professional Service Corporation Act of the State of Idaho, as now in effect or as may hereafter be amended, do hereby certify as follows:

ARTICLE I

The name of the corporation is CLEMONS, COSHO & HUMPHREY, P.A.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of engaging in the general practice of law and to transact all lawful business which this corporation may do so under the Professional Service Corporation Act of the State of Idaho.

ARTICLE IV

The shares of stock to be issued by the corporation shall consist of one class only, and the aggregate number of shares which the corporation shall be authorized to issue shall be 100,000 shares of stock, having no par value. All shares of stock shall have the same rights in such corporation and shall be non-assessable when paid in full.

#### ARTICLE V

The address of the initial registered office of the corporation shall be First Interstate Building, Suite 1110, 700 West Idaho Street, Boise, Idaho 83702, and the name of its initial registered agent at such address is Richard H. Greener.

#### ARTICLE VI

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Stanley W. Welsh	First Interstate Bldg. Suite 1110 700 West Idaho Boise, Idaho 83702

#### ARTICLE VII

The name and address of the initial directors who shall serve until the first election of the directors of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dale Clemons	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Louis H. Cosho	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Howard Humphrey	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702

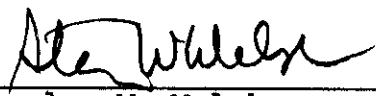
Richard H. Greener	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
R. Michael Southcombe	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Stanley W. Welsh	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Max A. Eiden, Jr.	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Randall C. Fredricks	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Fredric V. Shoemaker	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702
Alan D. Cameron, II	First Interstate Bldg. Suite 1110 700 W. Idaho Boise, Idaho 83702

#### ARTICLE VIII

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

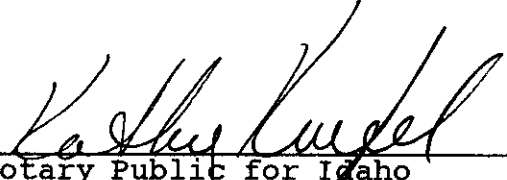
I, the incorporator, for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, have hereunto set my name, this 29th day of September, 1981.

  
\_\_\_\_\_  
Stanley W. Welsh

STATE OF IDAHO )  
                  : ss.  
County of Ada )

On this 29th day of September, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared STANLEY W. WELSH, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that his statements contained therein are true.

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

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Boise, Idaho.