

FILED

JUN 29 3:51 '98

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

WESTERN STAFF SERVICES OF SOUTHWEST IDAHO, INC.

JUN 16 06/16/1998 09:00
IDAH0 SECRETARY OF STATE
CK: 6699 CT: 67242 BN: 120066
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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being of full age and citizens of the United States, do this day voluntarily form a corporation under the provisions of the Idaho Business Corporation Act, and we certify in writing:

1. NAME

The name of the corporation shall be Western Staff Services of Southwest Idaho, Inc.

2. PURPOSE AND POWERS

The purposes for which this corporation is formed are to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act and to possess and exercise all the powers and privileges granted by the Idaho Business Corporation Act or any lawful powers and privileges incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

3. DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

4. REGISTERED OFFICE

The registered office of the corporation in the State of Idaho shall be located at 1882 East Summerplace Court, Meridian, Idaho 83642. Robert Quinn shall be the registered agent at the address set forth above.

5. CORPORATE STOCK

The aggregate number of common shares which the corporation shall have authority to issue is 10,000, all of which shall have a par value of \$1.00.

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6. **INCORPORATORS**

Following are the names and post office addresses of the incorporators:

NAME OF INCORPORATORS	OFFICE ADDRESS
Merle Baptiste	7087 Glenridge View Boise, Idaho 83709
Robert Quinn	1882 East Summerplace Court Meridian, Idaho 83642

7. **MANAGEMENT**

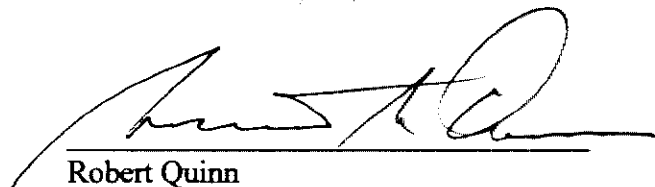
The business of the corporation shall be managed by a board of at least 3 directors, except that if all of the shares of the corporation are owned beneficially and of record by either 1 or 2 stockholders, the number of directors may be less than 3 but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified.

8. **BYLAWS**

The initial ByLaws of the corporation shall be adopted by its board of directors. The power to alter, amend or repeal the ByLaws or adopt new ByLaws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

IN WITNESS WHEREOF, we have set our hands this 6/16/98 day of June 1998.

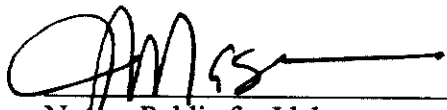

Merle Baptiste


Robert Quinn

STATE OF IDAHO)
) ss.
County of Ada)

On this 16th day of June 1998, before me, the undersigned, a notary public in and for the county and state, personally appeared MERLE BAPTISTE and ROBERT QUINN known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing at: Mendenhall, ID
My commission expires: 9/28/99