

State of Idaho

Department of State

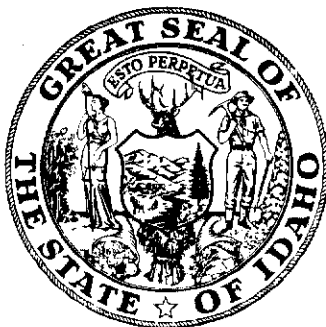
CERTIFICATE OF INCORPORATION OF

KNOSYS INC.
File number C 118688

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: March 14, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally J. Clark*

FEB 14 4 02 PM '97
SECRETARY OF STATE

FEB 10 2 27 PM '97
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
of
KNOSYS INC.**

The undersigned person, acting as incorporator of a corporation organized under the laws of the State of Idaho, hereby adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Knosys Inc.. The duration of this corporation shall be perpetual.

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 5,000,000 shares of no par value common stock.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Philip A. Bradley
Knosys Inc.
2621 West Idaho Street
Ada County
Boise, ID 83702

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any business permitted under the laws of the State of Idaho.

IDAHO SECRETARY OF STATE
DATE 03/10/1997
0900 71477 2
CK #: 1373 CUST# 77943
CORP 10 100.00= 100.00

#: C

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Philip A. Bradley
1501 Promontory Road
Boise, ID 83702

Robert C. Lokken
4334 West Quail Ridge Drive
Boise, ID 83703

Clay H. Young
284 South Cobblestone
Eagle, ID 83616

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty to the Corporation or its Shareholders; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) unlawful dividends, distributions of corporate assets, or stock repurchases or redemptions, as provided for under section 30-1-48, Idaho Code; or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Preemptive Rights. This corporation shall have no preemptive rights for any shareholder.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is received by the corporation and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation declines to exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which

the corporation declines to exercise its option.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Philip A Bradley 3/6/97

Philip A. Bradley, Incorporator
PO Box 8064
2621 West Idaho Street
Boise, ID 83707