

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

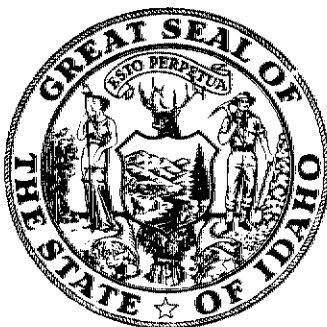
RIVER'S EDGE DEVELOPMENT, INC.

File number C 119842

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: June 13, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alicia Hardley*

ARTICLES OF INCORPORATION
OF
RIVER'S EDGE DEVELOPMENT, INC.

97 JUN 13 AM 8:54
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

NAME

The name of the corporation is River's Edge Development, Inc.

ARTICLE TWO

PERIOD OF DURATION

The period of duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose of the corporation is to engage in any or all lawful businesses for which corporations may be organized under the Idaho Business Corporation Act. Such purposes are, but are not limited to, matters in the real estate industry.

ARTICLE FOUR

REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office in the State of Idaho is 4184 East 460 North, Rigby, Idaho. The name of the corporation's initial registered agent at such address is Kendall Shippen.

STATE OF IDAHO
DATE 06/06/1997
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ARTICLE FIVE

STOCK

The total authorized shares which the corporation shall have authority to issue is 100 shares of common stock, all of such shares are without par value. The aforementioned shall not be divided into classes or of any preference.

ARTICLE SIX

PREEMPTIVE RIGHTS

Preemptive rights shall be granted to all common stock shareholders.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the initial board of directors is four and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until his successor is elected and qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Kendall Shippen	4184 East 460 North Rigby, ID 83442
Trina Shippen	4184 East 460 North Rigby, ID 83442
Robert Shippen	3917 East 485 North Rigby, ID 83442
Jorja Shippen	3917 East 485 North Rigby, ID 83442

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Kendall Shippen	4184 East 460 North Rigby, ID 83442
Trina Shippen	4184 East 460 North Rigby, ID 83442
Robert Shippen	3917 East 485 North Rigby, ID 83442
Jorja Shippen	3917 East 485 North Rigby, ID 83442

Dated: June 2, 1997

Kendall Shippen
Kendall Shippen

Dated: June 2, 1997

Trina Shippen
Trina Shippen

Dated: June 2 1997

Robert O. Shippen
Robert Shippen
KOS

Dated: June 2, 1997

Jorja Shippen
Jorja Shippen

STATE OF IDAHO)
COUNTY OF JEFFERSON)
:ss

On this 2nd day of June, 1997, before me, the undersigned, a

Notary Public in and for said State, personally appeared KENDALL SHIPPEN and TRINA SHIPPEN, husband and wife, known or identified 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 hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public
Residing in: RIGBY ID
Commission Expires: 10-1-98

(SEAL)

STATE OF IDAHO)
COUNTY OF JEFFERSON) :ss

On this 2nd day of June, 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT SHIPPEN and JORJA SHIPPEN, husband and wife, known or identified 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 hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public
Residing in: RIGBY, ID
Commission Expires: 10-1-98

(SEAL)