

CERTIFICATE OF INCORPORATION
OF

THE DELTA DECISION SCIENCES CORPORATION

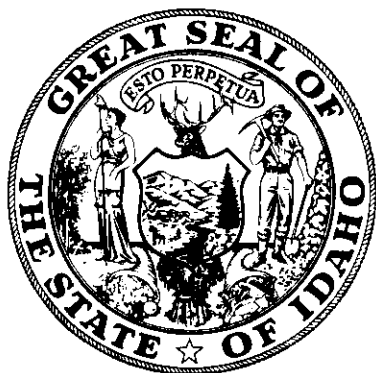
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

THE DELTA DECISION SCIENCES 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 August 15, 19 80.



SECRETARY OF STATE

Corporation Clerk

ARTICLES of INCORPORATION

THE DELTA DECISION SCIENCES CORPORATION

AUG 15 11 31 AM '80

SECRETARY OF STATE

I. NAME

The name of this Corporation shall be The Delta Decision Sciences Corporation.

II. This Corporation is created for perpetuity.

III. Purpose

The purpose of this Corporation is to provide services which aid individuals and business entities in selecting means of improving their productive capabilities. The alternatives may include, but are not limited to, technologically advanced management tools.

In pursuit of this purpose, the Corporation may engage in, but is not limited to, the following activities.

- A. public seminar presentations on topics of specific interest to small business management.
- B. publications relating to topics of interest to small business management and the general public.
- C. consulting services for small business management, assisting in the selection of management tools.

IV. Capitalization

This Corporation is authorized to issue a single class of common stock, subject to the following provisions:

- A. the Corporation may issue up to twenty thousand (20,000) shares.
- B. the par value of each share is \$0.50 per share.
- C. the Stated Capital of this Corporation is ten thousand dollars (\$10,000).
- D. pre-emptive shareholder rights are as defined in Section 30-1-26, Idaho Code, with the exception that all such rights are proportional to the percentage of outstanding shares held by each shareholder.

E. transfer of shares: the seller of any shares must provide a prior opportunity to acquire said shares as defined by Section 30-1-23A(c)(1), Idaho Code, in direct proportion to the percentage of remaining outstanding shares held by each party. Such prior opportunity shall be in force for thirty (30) days.

V. Amendment of Articles of Incorporation

Any provision within these Articles of Incorporation may be amended, altered, or repealed upon an affirmative vote by two-thirds of the shareholders.

VI. Registered Office and Agent

The initial registered office address of this Corporation is 3945 West Clement Road, Boise, Idaho, 83704.

The registered agent for this Corporation is Robert B. McCaleb, domiciled at the same address.

VII. Board of Directors

The Board of Directors of this Corporation shall consist of two (2) initial members:

Robert B. McCaleb
3945 W. Clement Rd.
Boise, Idaho 83704

J. Thomas Mills
12041 Combes Park Dr.
Boise, Idaho 83704

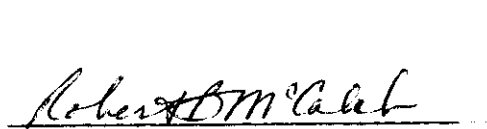
VIII. Incorporators

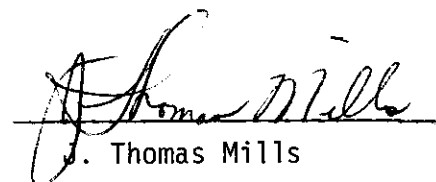
The Incorporators of this Corporation shall be:

Robert B. McCaleb
3945 W. Clement Rd.
Boise, Idaho 83704

J. Thomas Mills
12041 Combes Park Dr.
Boise, Idaho 83704

IX. Signatures of Incorporators


Robert B. McCaleb


J. Thomas Mills

8/15/80
Date