

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

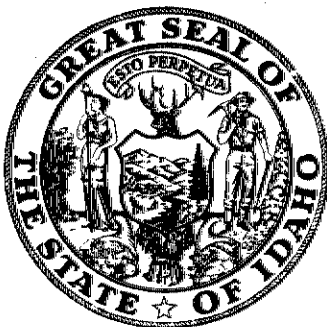
ANNEX, INC.

File number C 117897

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: January 16, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alisa Hether*

ARTICLES OF INCORPORATION
OF
ANNEX, INC.

THE UNDERSIGNED, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is ANNEX, INC.

SECOND

The period of its duration is perpetual.

THIRD

The purpose for which the corporation is organized is the transaction of any or all lawful business for which the corporation may be incorporated under the Idaho Business Corporation Act.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 500,000, with no par value.

FIFTH

Shareholders shall have no preemptive right to acquire unissued or treasury shares or securities convertible unto such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

SIXTH

At each election of Directors, every shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, one vote for each share owned by him. Shareholders have no right to vote their shares cumulatively in the election of Directors.

SEVENTH

The location of the initial registered office of the corporation is 1400 Sage Point, Meridian, ID 83642 and the name of its initial registered agent is Judith Eberhardt.

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OFFICE OF IDAHO
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EIGHTH

The number of directors constituting the initial Board of Directors is four, and the names and addresses of the persons who are to serve until the first annual meeting of the shareholders and until their successors elected and qualified are:

Judith Eberhardt	P.O. Box 967; Meridian, ID 83642
Dennis Eberhardt	P.O. Box 967; Meridian, ID 83642
Rader Eberhardt	P.O. Box 967; Meridian, ID 83642
Devin Eberhardt	P.O. Box 967; Meridian, ID 83642

NINTH

The name and address of the incorporator are as follows:

Judith Eberhardt
P.O. Box 967
Meridian, ID 83642

TENTH

The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the corporation and to adopt new Bylaws, subject to repeal or change by a majority vote of the shareholders.

ELEVENTH

A Director of this Corporation shall not be personally liable to this Corporation or its shareholders for monetary damages for breach of fiduciary duty as a Director, except for liability (a) for any breach of the Director's duty of loyalty to this Corporation or its shareholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) under § 30-1-48, Idaho Code, or (d) for any transaction from which the Director derived an improper personal benefit. If the Idaho Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liabilities of Directors, then the liability of a Director of this Corporation shall be eliminated or limited to the fullest extent of the Idaho Business Corporation Act as so amended. Any repeal or modification of this Article Eleventh by the shareholders of the Corporation shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, the undersigned incorporator hereunto sets her hand and seal this 16th day of January, 1997.


JUDITH EBERHARDT