



CERTIFICATE OF INCORPORATION
OF

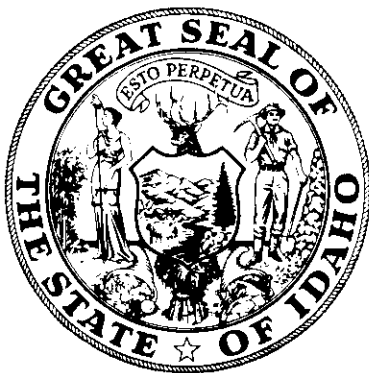
501 SHERMAN, INC.

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 501 SHERMAN, INC.

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: **February 3, 1984**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

501 SHERMAN, INC.

FILED 3 04 1984

KNOW ALL MEN BY THESE PRESENTS, that James W. Curb, the undersigned, a full age citizen of the United States of America, this date, for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, does hereby certify:

ARTICLE I

That the name of the corporation shall be:

501 SHERMAN, INC.

ARTICLE II

The purposes for which the Corporation is organized shall be, and include, the transaction of any and all lawful business for which a corporation may be incorporated under "The Idaho Business Corporation Act," State of Idaho.

ARTICLE III.

This corporation shall have perpetual existence.

ARTICLE IV.

The location and post office address of the registered office in this State and the initial registered agent shall be RENE" K. FORSMANN, whose address is 410 Sherman Avenue, Coeur d' Alene, Idaho 83814. The Principal

place of business in this State shall be 410 Sherman Avenue, Suite 201, Coeur d' Alene, Idaho 83814.

ARTICLE V.

There shall be only one class of capital stock of this Corporation, which shall be designated as common stock, and such common stock shall be and consist of TEN THOUSAND (10,000) shares each with a par value of One and no/100 Dollars (\$1.00) per share, totaling in the aggregate sum of TEN THOUSAND and NO/100 DOLLARS (\$10,000.00).

ARTICLE VI.

The number of Directors constituting the initial Board of Directors of the Corporation is three (3). The number of Directors and Officers may from time to time be fixed by the By-Laws of the Corporation at any number.

The names and addresses of the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
James W. Curb	410 Sherman Avenue, Suite 201 Coeur d' Alene, Idaho 83814
Penny M. Curb	410 Sherman Avenue, Suite 201 Coeur d' Alene, Idaho 83814
Ralph R. Cox	410 Sherman Avenue, Suite 201 Coeur d' Alene, Idaho 83814

ARTICLE VII.

The address of the incorporator of the Corporation in the State of Idaho is 410 Sherman Avenue, Suite 201,

Coeur d' Alene, Idaho 83814; and the incorporator at such address is JAMES W. CURB.

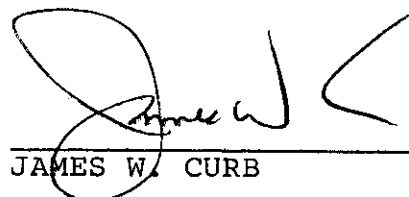
ARTICLE VIII.

Subject to the power of the shareholders to amend, alter or repeal, the Board of Directors of this Corporation shall have the power to amend such By-Laws defining the powers and duties of the officers in the Corporation and providing for such other matters regarding its affairs that they deem necessary and convenient, providing the same are not out of harmony with the laws of the State of Idaho, or these Articles of Incorporation..

ARTICLE IX.

An amendment altering the Articles of Incorporation of this Corporation in any respect may be adopted by vote of the holders of the majority of the outstanding shares unless specifically prohibited by law, then by such vote as the law requires.

IN WITNESS WHEREOF, the Incorporator has executed this instrument, in triplicate, at Coeur d' Alene, Idaho on this 31 day of January, 1984.



JAMES W. CURB

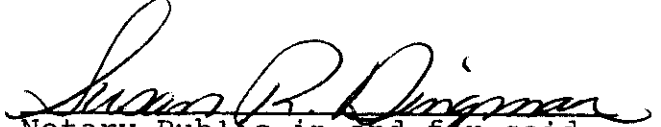
STATE OF IDAHO)

County of Kootenai)

On this 31ST day of January, 1984, before

me, the undersigned, a Notary Public in and for said State,
personally appeared JAMES W. CURB, known to me to be the
person whose name is subscribed to the foregoing instrument,
and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
seal the date and year first above written


Notary Public in and for said
State
Residing at Coeur d' Alene, Idaho
My commission expires Life