

# State of Idaho

## Department of State

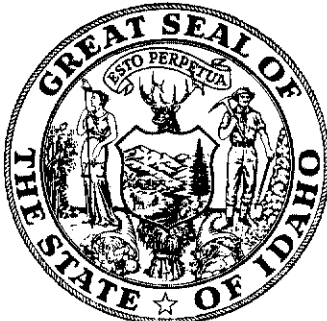
### CERTIFICATE OF INCORPORATION OF

JMW CONSULTING SERVICES, INC.  
File number C 114752

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: April 29, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Seidel*

Articles of Incorporation  
of  
JMW Consulting Services, Inc.

Article I. Name

The name of this Idaho corporation is JMW Consulting Services, Inc.

Article II. Address

The mailing address of the Corporation is:

JMW Consulting Services, Inc.  
2265 S. Eagle Road  
Eagle, ID 83616-6406

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Jeffery A. Waldal  
2265 S. Eagle Road  
Eagle, ID 83616-6406

Article V. Board of Directors

The initial board of directors shall consist of one director(s). The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name and address of each initial member of the Corporation's Board of Directors is:

Jeffery A. Waldal  
2265 S. Eagle Road  
Eagle, ID 83616-6406

Megan W. Waldal  
2265 S. Eagle Road  
Eagle, ID 83616-6406

IDAHO SECRETARY OF STATE  
DATE 04/29/1996 0900 58143

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SECRETARY OF STATE  
STATE OF IDAHO

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive, Suite 312  
Miami Beach, FL 33139

Article VII. Duration of Existence

The duration of the corporation shall be perpetual.

Article VIII. Purpose

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

Article IX. Corporate Existence

The corporate existence of the Corporation shall begin effective as of April 23, 1996.

The authorized representative of the incorporator executed these Articles of Incorporation on April 23, 1996.

Corporate Creations International Inc.

By: \_\_\_\_\_

Luis A. Uriarte, Vice President