

ARTICLES OF INCORPORATION

OF

HESS, BIDDLE, INC.

FILED

MAR 30 3 19 PM '98

SECRETARY OF STATE

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 **HESS, BIDDLE, 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 the authority to issue is 10,000 with a par value of \$100.00 per share.

FIFTH

Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

SIXTH

Additional provisions for the regulation of the internal affairs of the corporation are:

None

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03/30/1998 09:00

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**SEVENTH**

The location of the initial registered office of the corporation is 300 N. 6th St., P.O. Box 7308, Boise, Idaho 83707 and the name of its initial registered agent is Roger H. Fleenor.

**EIGHTH**

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

**NAME**

**ADDRESS**

Roger H. Fleenor

300 N. 6th  
P.O. Box 7308  
Boise, ID 83707

Ellen T. Fleenor

300 N. 6th  
P.O. Box 7308  
Boise, ID 83707

Jennifer Hazard-Davis

101 S. Main Street  
Hailey, ID 83333

**NINTH**

The name and address of the incorporator is as follows:

**NAME**

**ADDRESS**

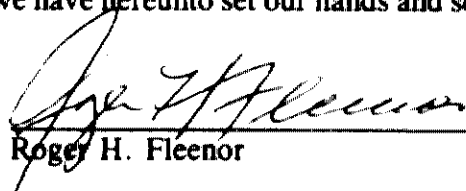
Roger H. Fleenor

300 N. 6th  
P.O. Box 7308  
Boise, ID 83707

**TENTH**

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

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 50 day of March, 1998.

  
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Roger H. Fleenor