

State of Idaho

Department of State

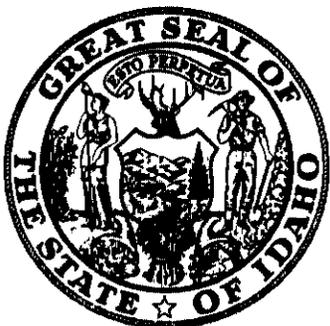
CERTIFICATE OF INCORPORATION OF

SUE WHITE, 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 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: February 28, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

CERTIFICATE OF INCORPORATION

OF

RECEIVED
SEC. OF STATE
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FIRST. The name of the Corporation is SUE WHITE, INC

SECOND. Its registered office in the State of ~~Delaware~~ ^{IDAHO} is to be located at Unit 1, Sun Mountain
Candas, 600 2nd Ave S., in the City of KETCHUM, County of
Blaine, Idaho. The registered agent in charge thereof is C. Susan WHITE
at Unit 1, Sun Mtn Candas, 600 2nd Ave S. Ketchum Idaho 83340.

THIRD. The nature of the business and objects and purposes proposed to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, in any part of the world, viz:

"The purpose of the corporation is to engage in any lawful act or activity for which the corporations may be organized under the general Corporation Law of ~~Delaware~~ ^{Idaho}

FOURTH. CAPITALIZATION (Check the appropriate block and complete the capitalization method.)

The corporation shall have the authority to issue _____
Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

The corporation shall have the authority to issue 24999
Shares of Common Stock, each share to have a Par Value of \$ 1.00 (one dollar): The shares may be issued upon such terms as the Board of Directors may from time to time authorize.

The corporation shall have the authority to issue two classes of stock. The classification and par value of each share of stock shall be as follows:
Shares of Common Stock with _____ Par Value, designated as Class A Common Stock; and _____
Shares of Preferred Stock with a Par Value of \$ _____
each share, designated as Class B Preferred Stock.

Said preferred stock may be issued from time to time in one or more classes or series, with such dividend rates, voting rights, rights of conversion, rights upon dissolution or liquidation and with such designations, preferences and relative participation, optional or other special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued.

FIFTH. The names and mailing addresses of each of the incorporators are as follows:

NAME	POST OFFICE ADDRESSES
<u>C. SUSAN WHITE</u> (Name)	<u>Box 3428</u> (Address)
	<u>Ketchum, Idaho 83340</u> (City/State/Zip)

SIXTH <u>Director: C. Susan White</u> (Name)	<u>Box 3428</u> (Address)
	<u>Ketchum, Idaho 83340</u> (City/State/Zip)

SEVENTH. Duration: The duration shall be perpetual unless by director resolve.
(Name) (Address)

EIGHTH. Signature: C. Susan White
Date: Feb. 25 94
(City/State/Zip)