



CERTIFICATE OF INCORPORATION  
OF

ZOT SOFTWARE, INC.

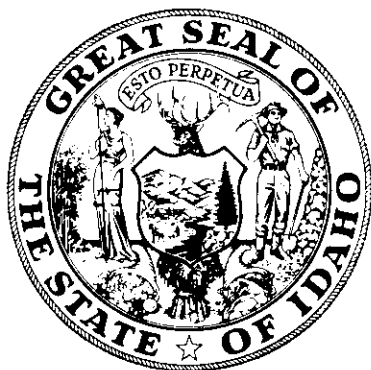
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

ZOT SOFTWARE, 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: **August 24, 1982**



SECRETARY OF STATE

by: \_\_\_\_\_

RECEIVED

ARTICLES OF INCORPORATION  
OF  
ZOT SOFTWARE, INC.

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SECRETARY OF  
STATE

The undersigned, acting as incorporators of the corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is ZOT Software, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act including but not by way of limitation the purpose of designing and marketing computer software.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares with no par value.

FIFTH: The address of the initial registered office of the corporation is 300 Archer Street, Boise, Idaho, 83706, and the name of its initial registered agent at such address is James H. Hawkins, Jr.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is two and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until a successor is elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
James H. Hawkins, Jr.	300 Archer Street Boise, Idaho 83706
Nell Anne Hawkins	300 Archer Street Boise, Idaho 83706

SEVENTH: The name and address of each incorporator is as specified in Paragraph Sixth above.

EIGHTH: Amendment of the By-Laws of the corporation by the Board of Directors shall require majority approval of those directors present either in person or by proxy at a meeting of the Board of Directors duly called at which a quorum is present.

NINETH: The Board of Directors may create such committee or committees as it deems to be necessary or advisable with only such power and authority as is specifically defined in the resolution establishing such committee.

TENTH: The Articles of Incorporation shall not be removed, modified or amended except upon approval of a majority of all of the shareholders at a regular or special meeting of the shareholders called for such meeting.

Dated this 23 day of August, 1982.

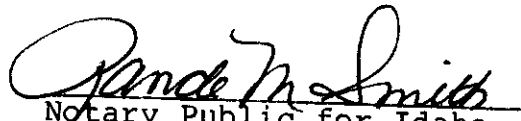
  
JAMES H. HAWKINS, JR.

  
NELL ANNE HAWKINS

State of Idaho     )  
                              )   ss  
County of Ada     )

On this 23rd day of August, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared James H. Hawkins, Jr. and Nell Anne Hawkins, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

  
Notary Public for Idaho  
Residing at Boise