State of Idaho

ESTO PERPETUA

Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

WESTERN AMERICAN CORPORATION

a corporation duly organized and existing under the laws of **Nevada** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **28th** day of **August** 19**57**, a properly authenticated copy of its articles of incorporation, and on the **28th** day of **August** 19**57**, a designation of **J. L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **28th** day of **August**, A.D. 19**57**.

Secretary of State.

Foreign

OFFICE OF
JOHN KOONTZ
SECRETARY OF STATE

THE STATE OF NEVADA

DEPARTMENT OF STATE

I, JOHN KOONTZ, *the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of*

WESTERN AMERICAN CORPORATION

I further certify that the attached Articles of Incorporation are the only charter documents on file in this office to the date hereon

as the same appears on file and of record in this office.

IN WITNESS WHEREOF, *I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this* 15TH *day of* AUGUST A. D. 1957

John Koontz
Secretary of State

By ____________________
Deputy

Form 1

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ARTICLES OF INCORPORATION

-of-

WESTERN AMERICAN CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned have this day associated themselves together for the purpose of forming a corporation for the purposes as herein set forth under the laws of the State of Nevada and hereby certify:-

I.

That the name of said corporation shall be:

WESTERN AMERICAN CORPORATION

II.

That the location of said corporation's principal office and place of business in the State of Nevada shall be at Suite 208 of the American Building, 131 West Second Street, Reno, Washoe County, Nevada. The company may also have one or more offices outside of the State of Nevada where the books of the company may be kept and meetings of the directors and stockholders may be held as may be determined by the Board of Directors.

III.

The nature of said business and the objects and purposes for which the corporation is formed are to do any and all things herein set forth to the same extent and as fully as natural persons might or could do, and in any part of the world as principal, agent, contractor, trustee, or otherwise, and either alone or in the company of another, namely: To carry on or engage in any lawful activity

IN FURTHERANCE AND NOT IN LIMITATION of the general powers conferred by the laws of the State of Nevada and of the objects or purposes herein set forth, it is hereby expressly provided that

This corporation shall also have the following powers, that is to say:

1. To acquire the good will, rights, property and franchises, and to undertake the whole or any part of the assets and liabilities of any person, firm, association or corporation, and to pay for the same in cash, stock or bonds of this corporation, or otherwise; to hold, or in any lawful manner to dispose of, the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired; and to exercise any and all of the powers necessary or convenient in and about the conduct and management of such business.

2. To hold, purchase, or otherwise acquire, sell, guarantee, underwrite, assign, transfer, mortgage, pledge, or otherwise dispose of, shares of the capital stock, bonds or other evidence of indebtedness created by any other corporation or corporations of this State of any other state, territory, county or government, and while the holder of such stock to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as natural persons might or could do.

3. To make and enter into and perform contracts of every sort and kind for any lawful purpose with any individual, firm, association, corporation, private, public or municipal [illegible] politic, and with the Government of the United States, or any State, territory or colony thereof, and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments, so far as may be permitted by the laws of the State of Nevada.

4. To apply for, or in any manner acquire, and [illegible]

hold, own, use and operate, or sell, or in any manner dispose of, and to grant licenses or other rights, inventions, improvements and processes used in connection with or secured under letters patent or copyrights of the United States or other countries, and to make, operate or develop the same, and to carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them.

5. To purchase, hold, cancel and reissue the shares of its capital stock.

6. To conduct its business, or any part thereof, in any and all parts of the world, and to have one or more offices out of the State of Nevada, and purchase or otherwise acquire, hold, mortgage or otherwise lien and encumber, and sell, convey and transfer real and personal property of every kind and nature, both within and without the State of Nevada, and to issue its bonds, if necessary, in pursuance thereof.

7. In general, to carry on any other business within or without the State of Nevada in connection therewith, whether manufacturing, merchandising, or otherwise, not forbidden by the laws of the State of Nevada, and with all the powers conferred by the said laws upon corporations.

8. It is the intention that the objects, purposes and powers specified in this third paragraph shall, except where otherwise expressed in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this Certificate of Incorporation, but that the objects, purposes and powers specified in each of the clauses of this Certificate of Incorporation shall be regarded as independent objects, purposes and powers.

IV.

The amount of the total authorized capital stock of this corporation shall be ONE HUNDRED THOUSAND SHARES of common stock with a par value of ONE DOLLAR ($1.00) PER SHARE. Said stock shall be non-assessable when fully paid up in money, property or services. The Board of Directors shall have the power to increase or decrease or otherwise adjust the capital stock.

V.

The names and post office addresses of each subscriber to these Articles, all of whom shall be the first Board of Directors, are as follows:

ROYAL A. STEWART - 131 West Second Street, Reno, Nevada
LOIS W. ANDERSEN - 131 West Second Street, Reno, Nevada
MAY A. DE LOY - 131 West Second Street, Reno, Nevada

VI.

A resolution signed by all of the members of the Board of Directors shall constitute the action of the Board to the effect therein expressed and the Secretary is required to enter such resolution in the minute book of the corporation to certify thereto as the official act of the Board of Directors.

VII.

This corporation is to have perpetual existence.

VIII.

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

IX.

The members of the governing board of this corporation shall be styled directors and shall be not less than three (3) nor more than fifteen, and shall be fixed from time to time by the by-laws, and in number may be altered as therein provided.

[illegible] increase the number of directors, the additional [illegible] as provided by the By-laws. [illegible] of the corporation at any annual [illegible] of any vacancy in the Board of Directors [illegible] affirmative [illegible] of a majority [illegible] office for the unexpired portion [illegible] of the Director whose place is vacant and [illegible] elected and qualified.

[illegible].

[illegible] POWERS AND [illegible] LIMITATION [illegible] the powers [illegible] law, [illegible] Board of Directors is expressly authorized:-

[illegible] To make, alter or amend, and repeal the By-laws [illegible];

[illegible] Board [illegible], officers [illegible] of Directors, [illegible] the affirmative [illegible] of a majority of the whole Board of Directors;

[illegible] to fix the amount [illegible] otherwise [illegible] which [illegible] and cause to be executed [illegible] and liens [illegible] property and franchises of this corporation.

[illegible] The Board of Directors shall have power and authority [illegible] and pass [illegible] capital [illegible] issued and outstanding, [illegible], assign, [illegible] otherwise dispose of the whole [illegible] and assets of this corporation, [illegible] not otherwise;

[illegible] Directors shall from time to time [illegible] extent and at what times [illegible] regulations the accounts [illegible], shall be open [illegible] stockholders shall have [illegible] of this corporation, [illegible] Statutes of [illegible]

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[illegible] of the [illegible];

[illegible] and directors shall have power [illegible] to keep the books, documents, [illegible] of this corporation outside of the State of [illegible] as may be from time to time designated [illegible]-laws or by resolution of the stockholders or direct[illegible] except as otherwise required by the laws of the State of [illegible];

[illegible] stockholder of this corporation shall [illegible] as a stockholder to purchase [illegible] shares in this corporation, sold for cash, unless the board of directors, [illegible] majority vote before the sale of said stock, [illegible] that the stockholders have such prefer-ence;

[illegible] The corporation may, by its by-laws, confer upon the directors powers and authorities additional to the fore-going and to those expressly conferred upon them by statute.

XI.

At all elections of directors of this corporation each [illegible] voting power shall be entitled to as many [illegible] shall equal the number of his shares of stock [illegible].

XII.

The directors in their discretion may submit any contract [illegible] ratification at any annual meeting of [illegible] meeting of the stockholders called [illegible] contract; any contract [illegible] approved or ratified by the vote of [illegible] of the capital stock of the company, [illegible] written [illegible] of a majority of the capital stock of [illegible] valid and as binding upon the corporation [illegible] as though it had been approved [illegible] fied [illegible] corporation, [illegible]

[illegible] reason.

XIII.

[illegible]

XIV.

[illegible] officers of this corporation shall [illegible] Vice-President, and Secretary-Treasurer. [illegible] person, except [illegible] Vice-President. Such executive officers shall [illegible] Board of Directors and shall serve for one (1) [illegible] their successors [illegible] elected and qualified.

IN WITNESS WHEREOF, we have hereunto set our hands [illegible]

ROYAL A. STEWART

Lois W. Andersen

LOIS W. ANDERSEN

[illegible]

MAY A. DE LON

[illegible] DEWART [illegible] IS W[illegible]

[illegible]

IN WITNESS WHEREOF, I ha[ve] [illegible]

[my] official seal the day and year [illegible]

[illegible]

NOTARY PUBLIC

In and for said [Co]unty [illegible]

My Commission Expires: [illegible]