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ARTICLES OF INCORPORATION
OF
JERRY CLEMONS & COMPANY, INC.

The undersigned, being qualified as incorporators of a corporation under the Idaho Business Corporate Act, of legal age, enters into these Articles for the purpose of forming a corporation under the laws of the State of Idaho, and does hereby make, adopt, execute, and acknowledge these Articles of Incorporation as follows:

ARTICLE I: Corporate Name

The name of the corporation shall be JERRY CLEMONS & COMPANY, INC.

ARTICLE II: Shares

The corporation shall have authority to issue 500,000 shares of common voting stock.

ARTICLE III: Initial Registered Office and Registered Agent

The initial registered office of the corporation shall be located at 109B N. First Avenue, Sandpoint, Idaho 83864. The initial registered agent at the address shall be JERRY E. CLEMONS.

ARTICLE IV: Initial Board of Directors

The number of directors of this corporation shall be not less than one nor more than nine. The initial Board of Directors of this corporation shall consist of two board members, who shall be JERRY E. CLEMONS, whose address is 109B N. First Avenue, Sandpoint, Idaho 83864 and ROSEMARY L. BLACK, whose address is

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109B N. First Avenue, Sandpoint, Idaho 83864, who shall serve as the Board of Directors until the first annual meeting of shareholders or until the successor(s) has been elected and qualified.

ARTICLE V: Incorporator

The name and address of the incorporators of this corporation are JERRY E. CLEMONS, whose address is 109B N. First Avenue, Sandpoint, Idaho 83864 and ROSEMARY L. BLACK, whose address is 109B N. First Avenue, Sandpoint, Idaho 83864.

ARTICLE VI: Corporate Purpose

The purpose for which this corporation is organized is the transaction of any and all lawful business.

ARTICLE VII: Cumulative Voting


All shareholders are entitled to cumulate their votes for directors.

ARTICLE VIII: Preemptive Rights

All shareholders are entitled to preemptive rights.

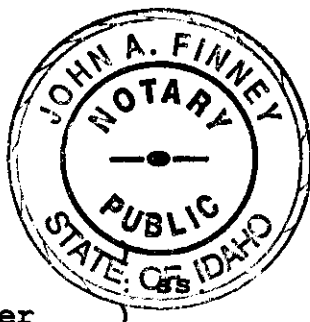
IN WITNESS WHEREOF, I have hereunto set my hand this 16th day of January, 2004.


JERRY E. CLEMONS
Incorporator


ROSEMARY L. BLACK
Incorporator

STATE OF IDAHO)
 : ss.
County of Bonner)

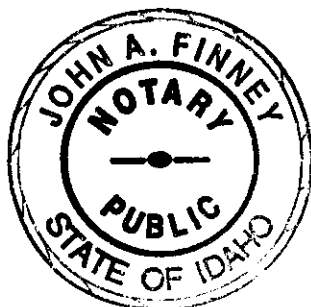
On this 16th day of January, 2004, before me, the undersigned Notary Public, personally appeared JERRY E. CLEMONS, known to me, or proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.



John A. Finney
Notary Public - State of Idaho
Residing at Sandpoint
My Commission expires 10-15-2008

STATE OF IDAHO
County of Bonner

On this _____ day of January, 2004, before me, the undersigned Notary Public, personally appeared ROSEMARY L. BLACK, known to me, or proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.



John A. Finney
Notary Public - State of Idaho
Residing at Sandpoint
My Commission expires 10-15-2008