

THIS SPACE FOR SECRETARY OF STATE USE:

FILED
DEC 23 1999 9:07
CLERK OF STATE

ARTICLES OF INCORPORATION
OF
R & L MAY INCORPORATED

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

ARTICLE I: Corporate Name

The name of the corporation shall be R & L MAY INCORPORATED.

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 41 Pinecone Road, Sandpoint, Idaho 83864. The initial registered agent at the address shall be RONALD MAY.

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 RONALD MAY and LORETTA MAY, whose address is P.O. Box 1989, Sandpoint, Idaho 83864, and who shall serve as ~~BOARD SECRETARY OF STATE~~

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Directors until the first annual meeting of shareholders or until the successor(s) has been elected and qualified. RONALD MAY shall be the initial chairperson of the Board of Directors.

ARTICLE V: Incorporator

The names and address of the incorporators of this corporation are RONALD MAY and LORETTA MAY, P.O. Box 1989, 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 21st day of December, 1999.



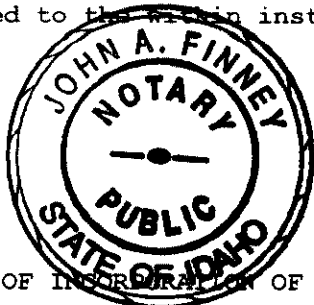
Ronald May
Incorporator

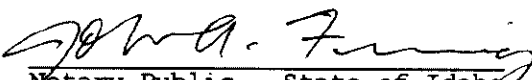


Loretta May
Incorporator

STATE OF IDAHO)
 : ss.
County of Bonner)

On this 21st day of December, 1999, before me, the undersigned Notary Public, personally appeared RONALD MAY and LORETTA MAY, known to me, or proved to me on the basis of satisfactory evidence, to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.





Notary Public - State of Idaho
Residing at SANDPOINT
My Commission expires 10-15-2002