

ORIGINAL

FILED

ARTICLES OF INCORPORATION
OF

98 FEB 23 PM 4:25 JAMES BURGESS LOSS CONTROL SPECIALISTS, INC.

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporators of a corporation ("Corporation") under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I. NAME

The name of the Corporation shall be James Burgess Loss Control Specialists, Inc.

ARTICLE II. PERIOD OF DURATION

The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III. PURPOSES

This Corporation is organized for the purpose of providing loss control services to businesses on a contract basis.

The Corporation is further organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV. STOCK

The total authorized number of shares of stock in the Corporation shall consist of One Hundred Thousand (100,000) shares of common stock. No par value will be attached to the stock. All shares shall be one class, denoted common stock.

IDAHO SECRETARY OF STATE

02/23/1998 CR: 2626 CT: 84959 RH: 84379

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ARTICLES OF INCORPORATION OF JAMES BURGESS LOSS CONTROL SPECIALISTS, INC. - 1

Paul William Vogel, P.A.
Attorney-at-Law
212 N. First Avenue
Suite G-100
P.O. Box 1828
Sandpoint, ID 83864-0903
Ph: (208) 263-6636
Fax: (208) 265-6775

Each share is entitled to one (1) vote.

ARTICLE V. RIGHTS

There are no provisions denying preemptive rights.

ARTICLE VI. BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

James M. Burgess
414 S. Shady Bend Road
Grand Island, Nebraska 68801

Jeanene J. Burgess
414 S. Shady Bend Road
Grand Island, Nebraska 68801

ARTICLE VII. BYLAWS

The provisions for the regulations of the internal affairs of the Corporation are to be set forth in the Bylaws of the Corporation.

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or to adopt new Bylaws, subject to repeal or change by action of the shareholders, shall be vested in the Board of Directors. Such power may be exercised by a majority vote of the Board of Directors at any annual or special meeting of the Board of Directors called for that purpose.

ARTICLE VIII. INCORPORATORS

The name and address of the incorporators are:

James M. Burgess
414 S. Shady Bend Road
Grand Island, Nebraska 68801

Jeanene J. Burgess
414 S. Shady Bend Road
Grand Island, Nebraska 68801

ARTICLE IX. REGISTERED OFFICE

The address of the initial registered office of the Corporation is 212 North First Avenue, Suite G-100, Sandpoint, Idaho 83864 and the name of the initial registered agent at such address is Paul William Vogel.

IN WITNESS WHEREOF, we the undersigned hereunto set our hands this 19th day of February, 1998.


JAMES M. BURGESS


JEANEEN J. BURGESS

STATE OF IDAHO)
) ss.
County of Bonner)

JAMES M. BURGESS and JEANEEN J. BURGESS, being first duly sworn upon their oath, depose and say that they have read the foregoing Articles of Incorporation and know the contents thereof and that the statements contained therein are true upon their personal knowledge, information and belief.

James M. Burgess
JAMES M. BURGESS

Jeaneen J. Burgess
JEANEEN J. BURGESS

SUBSCRIBED AND SWORN TO before me this 19th day of February, 1998.

Diane M. Rossman
NOTARY PUBLIC - STATE OF IDAHO
Residing at: Cocolalla
Commission Expires: 11-21-2000