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ARTICLES OF INCORPORATION  
OF  
BAXTER ENTERPRISES INC.

SECRETARY OF STATE  
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of full age, citizen of the United States and resident of the State of Idaho, this day have voluntarily associated for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and I do hereby certify as follows:

ARTICLE I

The name of the corporation shall be

Baxter Enterprises Inc.

ARTICLE II

The existence of this corporation shall be perpetual.

ARTICLE III

The principal office or place of business of this corporation shall be at 11704 W. Ginger Creek, Boise, Ada, Idaho 83713; but, the corporation may maintain an office in such towns, cities, or places inside and outside the State of Idaho as the Board of Directors may from time to time determine, or as may be designated by the By-Laws of said corporation. The registered agent shall be Craig N. Baxter; the registered office shall be at 11704 W. Ginger Creek, Boise, Ada, Idaho 83713.

ARTICLE IV

The purpose for which this corporation is organized is to include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE V

The total amount of capital stock of this corporation is one hundred thousand dollars (\$100,000.00) and the number of shares into which it is divided is one hundred thousand (100,000) with a par value of one dollar (\$1.00) each. Of this total capital stock, one hundred thousand shares (100,000) with an aggregate value of one hundred thousand dollars (\$100,000.00) are common stock. No preferred stock will be claimed or issued.

ARTICLE VI

The members of the governing board of this corporation shall be styled "Directors", and the Board of Directors shall consist of not less than one (1) nor more than seven (7) members, as may be provided by the By-Laws of the corporation.

IDAHO SECRETARY OF STATE  
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ARTICLE VII

The name and address of the incorporator signing these Articles of Incorporation is as follows:

NAME	ADDRESS
Craig N. Baxter	11704 W. Ginger Creek Boise, Idaho 83713

ARTICLE VIII

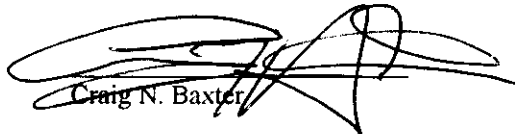
A member of the Board of Directors of this corporation shall not be required to be a holder of any of the shares of capital stock of this corporation.

ARTICLE IX

The number of directors constituting the initial Board of Directors is one (1) and the name and address of the person who will serve as director until the first annual meeting of shareholders or until a successor be elected and qualify is as follows:

NAME	ADDRESS
Craig N. Baxter	11704 W. Ginger Creek Boise, Idaho 83713

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, I, the undersigned constituting the incorporator of the corporation, have executed these Articles of Incorporation this 19th day of June 2002 .

  
Craig N. Baxter