



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

MARK TWELVE CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **May 8, 1989**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

R. J. Kinsman

ARTICLES OF INCORPORATION

MARK TWELVE CORPORATION

29 MAY 2 10 29

The undersigned natural persons being of legal age, acting as incorporators under the provisions of the Idaho Business Corporations Act adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of the corporation is Mark Twelve Corporation.

ARTICLE II.

PERIOD OF DURATION

The duration of this corporation is to be perpetual.

ARTICLE III.

PURPOSES AND POWERS

The purpose or purposes for which this corporation is organized are the transactions of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV.

CAPITAL STOCK

The total authorized capital stock of the corporation shall be 1,000,000 shares, all of which shall be common stock without nominal or par value. Each share shall have equal voting power with each share entitling the holder to one vote.

ARTICLE V.

PREEMPTIVE RIGHTS

After the first six shares of this corporation's authorized capital stock have once been issued, each holder of shares in this corporation shall have the first right to purchase shares (or securities convertible to shares) of this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of the treasury stock. This preemptive right shall apply to shares to be issued for consideration other than cash and shall apply to shares issued to directors, officers or employees pursuant to an employment plan approved by the affirmative vote of the holders of 66-2/3% of the shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receiving the corporation's written notice stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights.

ARTICLE VI.

SPECIAL PROVISIONS FOR REGULATION OF CORPORATE AFFAIRS

6.1. Code of By-Laws. The initial code of by-laws of this corporation shall be adopted by the directors. The power to amend or repeal the by-laws or to adopt a new code of by-laws

shall be in the shareholders, but the affirmative vote of the holders of 66-2/3% of the shares outstanding shall be necessary to exercise the power. The by-laws may contain any provisions for the regulation of the management of the corporation which are consistent with the Idaho Business Corporations Act and these Articles of Incorporation.

6.2. Amendment of Articles. The Articles of Incorporation can be amended only upon the affirmative vote of the holders of 66-2/3% of the total shares of the corporation.

6.3. Quorum. In all cases where a quorum of shareholders is required by statute or bylaw, the holders of 50% of the total shares of the corporation entitled to vote must be present to constitute a quorum.

ARTICLE VII.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 485 "E" Street, Idaho Falls, Idaho. The name of the initial registered agent at that office is Gregory P. Meacham.

ARTICLE VIII.

BOARD OF DIRECTORS

The initial board of directors shall consist of the following seven directors who shall serve as the directors of the corporation until the first annual meeting of the shareholders or until the successor or successors are elected and shall qualify:

| | |
|----------------|---|
| Leonard Likes | 2760 West 65th South Idaho Falls, ID |
| Barbara Likes | 2760 West 65th South Idaho Falls, ID |
| Ted Milton | 635 Troy Avenue Idaho Falls, ID |
| Shelley Milton | 635 Troy Avenue Idaho Falls, ID |
| Brad Landon | 1716 West 81 North Idaho Falls, ID |
| Wayne Landon | 1523 West 81 North Idaho Falls, ID |
| Jeanine Landon | 1523 West 81 North Idaho Falls, ID |

ARTICLE IX.

INCORPORATORS

The name and address of the incorporators of the corporation are:

| | |
|---------------|---|
| Barbara Likes | 2760 West 65th South Idaho Falls, ID |
| Brad Landon | 1716 West 81 North Idaho Falls, ID |

IN WITNESS WHEREOF, the undersigned being the incorporators of this corporation, execute these Articles of Incorporation in duplicate and certify to the truth of the facts therein stated this 5th day of May, 1989.

Barbara Likes
Barbara Likes


Brad Landon
Brad Landon

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 5 day of May, 1989, before me, the under-
signed Notary Public for the State of Idaho, personally appeared
Barbara Likes and Brad Landon, known to me to be the persons
whose name are subscribed to the within instrument and
acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the day and year in this certificate
first above written.

(SEAL)



Notary Public for State of Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: 2-23-92

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