

State of Idaho

Department of State

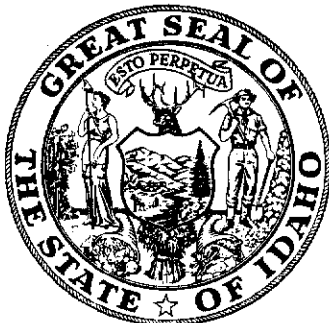
CERTIFICATE OF INCORPORATION OF

ALTURAS TECHNOLOGY PARK, INC.
File number C 117104

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 ALTURAS TECHNOLOGY PARK, INC. duly signed pursuant to the provisions of the Idaho Nonprofit 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: November 12, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Harold*

**ARTICLES OF INCORPORATION
OF
ALTURAS TECHNOLOGY PARK, INC.**

Nov 12 10 55 AM '96
SECRETARY OF STATE
STATE OF IDAHO

The undersigned individual, acting as incorporator under the Idaho Nonprofit Corporation Act, adopts the following articles of incorporation:

ARTICLE I

The name of the corporation is Alturas Technology Park, Inc.

ARTICLE II

The corporation is a nonprofit corporation.

ARTICLE III

The purposes of the corporation are to administer and manage the Alturas Technology Park in City of Moscow, Latah County, Idaho and the transaction of any lawful activity related thereto that may be carried on by a corporation formed under the Idaho Nonprofit Corporation Act.

ARTICLE IV

The corporation shall not have members, as that term is defined in the Idaho Nonprofit Corporation Act.

ARTICLE V

The names and addresses of the persons who are to serve as the initial directors of the corporation are:

1. Eugene Thompson
3307 Pine Crest Road
Moscow, ID 83843
2. JoAnn Thompson
3307 Pine Crest Road
Moscow, ID 83843
3. Jim Haynes
121 Sweet Avenue
Moscow, ID 83843

IDAHO SECRETARY OF STATE
DATE 11/12/1996 0900 38547

CK #: 6998 CUST# 2039
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Directors, other than the initial directors, shall be appointed or designated as provided in the bylaws of the corporation.

ARTICLE VI

Upon dissolution or final liquidation, after payment or provision for payment of all of the liabilities of the corporation, the remaining assets of the corporation shall be distributed to Moscow-Latah County Economic Development Council, Inc. or its successor nonprofit corporation in Moscow, Idaho, if that organization is, at the time of such distribution, an Idaho nonprofit corporation. If that organization is not then in existence, or is not then an Idaho nonprofit corporation, the remaining assets of the corporation shall be distributed to such other organization or organizations that are then Idaho nonprofit corporations as the board of directors shall determine.

ARTICLE VII

No director or officer of the corporation shall have any liability to the corporation or any person for any action taken or not taken as a director, if the director or officer, as the case may be, acted in compliance with the Idaho Nonprofit Corporation Act.

ARTICLE VIII

The corporation shall indemnify to the fullest extent permitted by the Idaho Nonprofit Corporation Act any person who is made, or threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, including an action, suit, or proceeding by or in the

right of the corporation, by reason of the fact that the person is or was a director, officer, employee or agent of the corporation or is or was serving at the request for the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. The right to, extent of and amount of indemnification shall be determined in accordance with the provisions of the Idaho Nonprofit Corporation Act.

ARTICLE IX

The address of the corporation's initial registered office is 121 Sweet Avenue, Moscow, ID 83843. The name of its initial registered agent at that location is Jim Haynes.

ARTICLE X

The name and address of the incorporator is Jim Haynes, 121 Sweet Avenue, Moscow, ID 83843.

DATED: NOVEMBER 6, 1996.



Jim Haynes
Incorporator