



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

IDAHO DATA MANAGEMENT SERVICES, INC.

was filed in the office of the Secretary of State on the **Fifth** day
of **February** A.D. One Thousand Nine Hundred **Sixty-four** and
duly recorded on Film No. **127** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Boise in the County of **Ada.**

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **5th** day of **February**,
A.D., 19 **64**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 IDAHO DATA MANAGEMENT SERVICES, INC.

4 KNOW ALL MEN BY THESE PRESENTS: that we, the undersigned,
5 all being natural persons of full age and citizens of the United
6 States, have this day voluntarily associated ourselves together
7 for the purpose of forming a general business corporation under
8 the laws of the State of Idaho, and we hereby certify:

9 ARTICLE I

10 The name of this corporation shall be : IDAHO DATA MANAGEMENT
11 SERVICES, INC.

12 ARTICLE II

13 The purposes for which this corporation is formed are:

14 To provide, furnish and sell all types of services, ideas
15 and materials which may be utilized in the management of general
16 business operations, including but not limited to data processing
17 services, and to do such other things as are incidental, proper,
18 or necessary, to the carrying out of any or all of the purposes
19 of this corporation. In connection therewith, this corporation
20 shall have the capacity to act possessed by natural persons, but
21 shall have authority to perform only such acts as are necessary or
22 proper to accomplish its purposes and which are not repugnant to
23 law; and it is hereby provided that this corporation shall have
24 authority:

25 (A) To have succession by its corporate name perpetually;

26 (B) To sue, and be sued, appear, complain and defend in any
27 court of law, or before any board, commission or tribunal;

28 (C) To have and use a corporate seal which may be altered at
29 pleasure;

30 (D) To receive, acquire, hold, purchase, dispose of, convey,
31 mortgage and/or lease, real and personal property; to dispose of

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1 sell, lease, assign, transfer, mortgage and/or convey any rights,
2 privileges, franchises, real or personal property of the corporation,
3 other than its franchise of being a corporation, and to acquire,
4 purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or
5 otherwise dispose of and deal in shares, bonds, securities and
6 debentures and other evidences of indebtedness of other corpora-
7 tions, domestic or foreign;

8 (E) To appoint such officers, employees and agents as the
9 business of the corporation may require and to allow them compen-
10 sation;

11 (F) To make by-laws not inconsistent with any existing law
12 for the management of its business and property, the regulation
13 and conduct of its affairs, and the certification and transfer of
14 its stock, and optionally to provide penalties for the breach
15 thereof not exceeding twenty dollars for any one offense;

16 (G) To issue shares and admit shareholders, and to sell
17 their shares for the payment of assessments or instalments;

18 (H) To wind up and dissolve itself, or to be wound up and
19 dissolved in the manner hereinafter provided;

20 (I) To enter into contracts or obligations of any type or
21 kind essential, necessary or proper to the transaction of its
22 ordinary affairs, or for the purposes of the corporation;

23 (J) To conduct business in this State, other states, District
24 of Columbia, territories and colonies of the United States and in
25 foreign countries, and to have one or more offices and places of
26 business out of this state, and to acquire, receive, hold, purchase,
27 lease, mortgage, dispose of and/or convey real and personal prop-
28 erty situate out of this state, provided such powers are included
29 within the objects set forth in these articles of incorporation;

30 (K) To do all acts permitted by Idaho law, and all such
31 other acts as are necessary and expedient to accomplish the stated
32 purposes of this corporation.

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ARTICLE III

This corporation shall be in perpetual existence.

ARTICLE IV

The location and post office address of this corporation's registered office in the State of Idaho is 2309 Mtn. View Drive, Boise, Idaho.

ARTICLE V

The total authorized capital stock of this corporation shall be \$25,000 divided into 2,500 shares of common stock of the par value of \$10.00 each. Said capital stock shall be paid in at such times and upon such conditions as the board of directors may by resolution direct, either in cash, or by services rendered to the corporation, or by real or personal property transferred to it. Shares of stock when issued in exchange for services or property pursuant to a resolution by the board of directors shall thereupon become and be fully paid the same as though paid for in cash at par, and shall be non-assessable forever, and the determination by the board of directors as to the value of any property or services received by the corporation in exchange for stock shall be conclusive.

ARTICLE VI

The name and post office address of each of the incorporators hereof and the number of shares of common stock described in Article V herein subscribed by each are as follows:

G. Mitchell Fica, 2415 Pleasanton, Boise, Idaho, 200 shares
Iris M. Drake, 7210 Northview, Boise, Idaho, 306 shares
Henry C. Steele, 422 East 4th, Emmett, Idaho, 294 shares

ARTICLE VII

At all meetings of stock holders of this corporation, every stockholder of record shall be entitled to one vote for every share of stock standing in his or her name on the books of this corporation. Cumulative voting of shares is hereby authorized.

ARTICLE VIII

No stockholder, or the executor or administrator of any de-

1 ceased stockholder, shall transfer stock in this company without
2 first notifying the company of the name of the proposed transferee
3 and obtaining the consent of the Board of Directors, and, if the
4 Board shall refuse to make such transfer, then the company shall
5 within thirty (30) days of such application, either itself
6 purchase, or find a purchaser for the stock at not less than the
7 book value thereof as last fixed by the Board of Directors, in
8 accordance with the by-laws; otherwise such transfer shall be
9 made.

10 ARTICLE IX

11 The method and manner of holding Directors' meetings and
12 stockholders' meetings, the authority and duties of each of the
13 officers of the corporation, and all other matters for management
14 and control of the corporation shall be determined by the by-laws
15 of the corporation and by the laws of the State of Idaho.

16 ARTICLE X

17 These articles may be amended in any respect conformable to
18 the laws of the State of Idaho by a vote of 3/4ths of stock-
19 holders entitled to vote in a meeting of stockholders called for
20 that purpose as prescribed by law.

21 ARTICLE XI

22 At any special meeting called to consider the subject, the
23 corporation upon a unanimous recommendation of the Board of
24 Directors, may dissolve the corporation, provided that at least
25 3/4ths of the members of the Board are present at such meeting,
26 and provided not more than 1/4th of the stockholders in person or
27 by written notice object thereto. A committee of three shall
28 thereupon be elected to liquidate the assets of the corporation,
29 and each share of capital stock according to the amount thereon
30 shall be entitled to its proportion of its proceeds after all debts
31 of the corporation have been paid.

32 IN WITNESS WHEREOF, we have hereunto set our hands this 24th

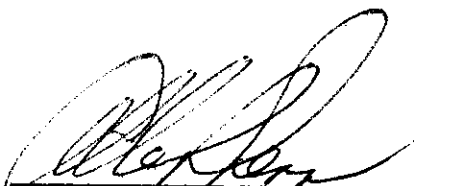
1 of February, 1964.
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G. Mitchell Fica
Henry C. Steele
Iris M. Drake

9 STATE OF IDAHO)
10 County of Ada) ss.

11 On this 4th day of February, 1964, before me, a Notary
12 Public personally appeared G. MITCHELL FICA, IRIS M. DRAKE and
13 HENRY C. STEELE, known to me to be the persons whose names are
14 subscribed to the within instrument and each for himself acknow-
15 ledged to me that he or she executed the same and that he or she
16 is a citizen of the United States and the State of Idaho.

17 IN WITNESS WHEREOF, I have hereto set my hand and affixed my
18 official seal the day and year in this certificate first above
19 written.
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22 Notary Public for Idaho
23 Residence: Boise, Idaho
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