

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

MERCY CORPORATION OF AMERICA INCORPORATED

File number C 112193

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: September 29, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

Aug 18 9 00 AM '95

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

SEP 29 9 10 AM '95
SECRETARY OF STATE
STATE OF IDAHO

Mercy Corporation of America Incorporated

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed natural persons of lawful age and citizens of the United
States, for the purpose of forming a corporation pursuant to the
provisions of the Idaho Business Corporation Act (Title 30, Idaho Code)
do hereby certify as follows:

FIRST

The name of the corporation is

Mercy Corporation of America Incorporated

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized
include the transaction of any or all lawful business for which
corporations may be incorporated under the Idaho Business Corporation
Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have
authorized to issue is: (100) One hundred Such shares are to
consist of one class only. The par value of each of such shares
is (1.00) One thousand dollars, which stocks shall not be issued
until fully paid for, and once so issued shall be non-assessable.

1 @ 20.00 = 20.00

IDAHO SECRETARY OF STATE
9/29/95 9:10:00 AM
Customer # 48887
IDV960009044 16384
CORPORATION PROFIT
CHARGE

IDAHO SECRETARY OF STATE

8/18/95 9:00:00 AM
Customer # 48887
IDV960009044 16384

CORPORATION PROFIT

1 @ 100.00 = 100.00

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is:

1801 LINCOLN WAY Suite 1
COEUR D'ALENE, IDAHO 83814

The name of the corporation's initial registered agent at such address is: JOEL BOTKER RICH JOY

EIGHTH

The number of directors constituting the initial Board of Directors is: 2

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME JOEL BOTKER CHAIRMAN OF THE BOARD
ADDRESS 4306 E. WOODLAND DR, POST FALLS Idaho 83854
NAME RICH JOY PRESIDENT
ADDRESS 2090 Saint James Hayden Idaho 83816

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME JOEL BOTKER

ADDRESS 4306 E. WOODLAND DR. POST FALLS Idaho 83854

NAME Rich Joy

ADDRESS 2090 Saint James Hayden Idaho 83816

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s)
and seal(s) this 12 day of August, 1995

Joel Botker
Incorporator

Rich Joy
Incorporator

Incorporator

Incorporator