

State of Idaho

Department of State

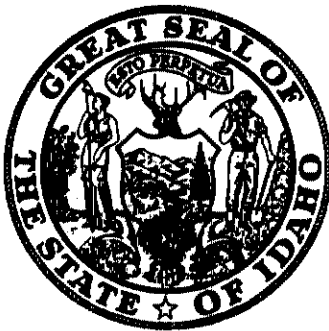
CERTIFICATE OF INCORPORATION OF

CORPORATE ENHANCEMENTS SYSTEMS, INC.

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: April 22, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By *Jamie Chadwick*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
CORPORATE ENHANCEMENTS SYSTEMS, INC.

THE UNDERSIGNED, a natural person of lawful age, does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation pursuant to the Idaho Business Corporation Act.

ARTICLE I

The name of the corporation is: Corporate Enhancement Systems, Inc.

ARTICLE II

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

ARTICLE III

The aggregate number of shares the corporation will have authority to issue is 100,000 shares of \$.01 par value per share common stock.

ARTICLE IV

Shareholders shall have no preemptive rights to obtain or acquire any additional shares of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is: 576 Palmetto Drive, Eagle, Idaho 83616. The name of the initial registered agent of the corporation at such address is: Roderic W. Lewis.

ARTICLE VIII

The number of directors of the corporation shall be that number fixed from time to time by the Bylaws of the corporation. The initial board of directors shall be one in number. The name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor be elected and qualified:

Roderic W. Lewis
576 Palmetto Drive
Eagle, Idaho 83616

ARTICLE IX

The name and address of the incorporator is:

Roderic W. Lewis
576 Palmetto Drive
Eagle, Idaho 83616

ARTICLE X

To the full extent permitted by law, no director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of a director's duty of loyalty to the corporation or its stockholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) as provided for under section 30-1-48, Idaho Code, or (d) for any transaction from which the director derived an improper personal benefit.

ARTICLE XI

To the full extent permitted by law, the corporation shall, and is hereby obligated to , indemnify any person, or the heirs,

executors, or administrators of such person, who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. Prior to making any indemnification, the corporation shall make, or cause to be made, such determinations or decisions, following such procedures or methods, as are required by law.

Dated: 4/22/92

INCORPORATOR:

Roderic W. Lewis

Roderic W. Lewis