

# ARTICLES OF INCORPORATION

FILED

OF

07/23/99 09:50

## GEM STATE MORTGAGE, INC.

STATE OF IDAHO

1. Name. The name of the corporation is GEM STATE MORTGAGE, INC.
2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be 10,000, all of which shall be common voting stock.
3. Registered office and agent. The registered office of the corporation is 515 S. Grant, Pocatello, ID 83201 and its registered agent at that address is Reed Wilson.
4. Incorporators. The names and addresses of the incorporators are:

Reed Wilson  
515 S. Grant  
Pocatello, Idaho 83204

Ron Trompke  
922 East Moose St.  
Meridian, Idaho 83642

Todd Palmer  
3672 E. US Hwy 30  
McCammon, Idaho 83250

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

6. Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be three, and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>	IDaho SECRETARY OF STATE
Reed Wilson	515 S. Grant Pocatello, Idaho 83204	07/23/1999 09:50 CK: 4458 CT: 1053 BH: 236136 1 @ 100.00 = 100.00 CORP # 2

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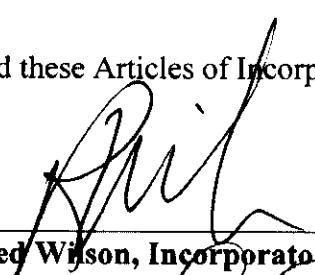
Ron Trompke

922 East Moose St.  
Meridian, Idaho 83642

Todd Palmer

3672 E. US Hwy 30  
McCammon, Idaho 83250

**IN WITNESS WHEREOF**, we have subscribed these Articles of Incorporation this 21  
day of July, 1999.

  
Reed Wilson, Incorporator

  
Ron Trompke, Incorporator

  
Todd Palmer, Incorporator