



Department of State.

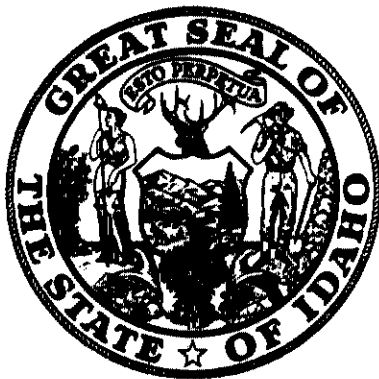
**CERTIFICATE OF INCORPORATION
OF**

T & S ENTERPRISES 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: May 14, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

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ARTICLES OF INCORPORATION

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F & S Enterprises INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned 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 F & S Enterprises. INC.

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 authority to issue is 50,000. Such shares are to consist of one class only. The par value of each of such shares shall be \$1.00, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

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 stockholders of the corporation.

SEVENTH

The name and address of the initial registered agent of the corporation is Will Stan, 6420 Harbor Drive, Coeur d'Alene, Idaho, 83814.

EIGHTH

The number of directors constituting the initial Board of Directors is: two (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:

Will Stan
6420 Harbor Drive
Coeur d'Alene, Idaho 83814

Ethel Swofford
P. O. Box 517
Hayden Lake, Idaho 83835

NINTH

The names and addresses of all incorporators are:

Will Stan
6420 Harbor Drive, Coeur d'Alene, Idaho 83814

Ethel Swofford
P. O. Box 517, Hayden Lake, Idaho 83835

IN WITNESS WHEREOF, we have hereunto set our hands and seal
this 20th day of ~~March~~ April 1990.

Ethel Swofford
President

Will Stan
Vice-President

Will Stan
Secretary-Treasurer

STATE OF IDAHO)

County of Kootenai)

On this 20th day of ~~March~~ *April*, 1992, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared Will Stan, and Ethel Swofford known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they executed the same, and that they were persons of lawful age and citizens of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Katherine B. McClaren
Notary Public for Idaho
Residing at *Hayden, Idaho*
Lifetime commission. *8/20/96*