

*FILED 8/25/2002*

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
MEIKLE, INC.,  
AN IDAHO CORPORATION**

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Pursuant to a resolution presented by the Board of Directors and unanimously adopted and approved by all Officers and Stockholders of Meikle, Inc., an Idaho corporation duly organized under the Idaho Business Corporation Act, (subsequently called the "Corporation"), on July 15, 2002, the Officers and Stockholders of the Corporation hereby amend all of the Corporation's articles on file with the Secretary of State, including without limitation any prior amended and restated articles, and hereby restate in their place the following Amended and Restated Articles of Incorporation for said Corporation, as allowed under Idaho Code § 30-1-1002 and § 30-1-1007, and in accordance with § 30-1-1003 and § 30-1-1006:

1. Name. The name of the Corporation is Meikle, Inc.

2. Authorized shares. The aggregate number of shares the Corporation is authorized to issue shall be Ten Thousand (10,000). Six Thousand Six Hundred Sixty Six and Seven-Tenths (6,666.7) of said shares shall be non-voting common stock. Three Thousand Three Hundred Thirty Three and One-Third (3,333.3) of said shares shall be voting common stock. All shares, whether voting or non-voting, shall be without par value stock, and all stock, once paid for, shall be non-assessable.

3. Registered office and agent. The registered office of the Corporation is 1020 Lincoln Road, Idaho Falls, Idaho (83401), and its registered agent at that address is Stephen M. Meikle, Jr.

4. Purpose. The purpose for which the Corporation is formed is for any and all purposes allowed by the laws of the State of Idaho.

5. Stockholders. The names, addresses, and current percentage stock ownership of the existing Stockholders are as follows:

<u>Name</u>	<u>Address</u>	<u>% of Stock Owned</u>
Stephen M. Meikle, Jr.	2812 High Range Las Vegas NV 89134	72.1450
Rick Meikle	13903 209 <sup>th</sup> Ave NE Woodinvalle, WA 98072	3.0950
Jane Taggart	17907 Bimini Isle Ct Tampa FL 33647	3.0950

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Jill Stevens	49 E Sunset Circle Rexburg ID 83440	3.0950
Jack K. Meikle	7186 Sageview Circle Idaho Falls ID 83406	3.0950
Jamie Wilcox	1674 W 300 N Blackfoot, ID 83221	3.0950
Jeffrey S. Meikle	17249 N Woodson CT Ramona CA 92065	3.0950
Robert J. Meikle	PO Box 1689 Idaho Falls ID 83403	3.0950
Nancy Luthy	237 Cornell Ave Rexburg ID 83440	3.0950
Jana Pendleton	3948 W DeerHill Way Bluffdale, UT 84065	3.0950

At the time when these Amended and Restated Articles of Incorporation were adopted and approved by the Officers and Stockholders of Meikle, Inc., by resolution on July 15, 2002, Ten Thousand (10,000) authorized shares of common stock, all without par value, were entitled to vote. Any such shares issued were held by the current Stockholders in the above-stated percentages. On July 15, 2002, the current Stockholders and the current Board of Directors unanimously voted in favor of the resolution adopting and approving these Amended and Restated Articles of Incorporation, with none voting against such resolution.

6. Preemptive Rights. The Corporation elects to have preemptive rights.

7. No Directors. The Corporation elects to have no Directors pursuant to Idaho Code § 30-1-732.

8. Indemnification. The Corporation shall indemnify the Officers and Stockholders of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

In witness whereof, we have subscribed these Amended and Restated Articles of Incorporation this 15th day of July, 2002.

MEIKLE, INC.

Approved by Officers:

Robert J. Meikle  
Robert J. Meikle, as President

Laurie Meikle  
Laurie Meikle, as Secretary/Treasurer

Approved by Board of Directors:

Stephen M. Meikle Jr.  
Stephen M. Meikle, Jr., as a Director

Robert J. Meikle  
Robert J. Meikle, as a Director

Laurie Meikle  
Laurie Meikle, as a Director

Nancy Luthy  
Nancy Luthy, as a Director

Approved by Shareholders:

Stephen M. Meikle Jr.  
Stephen M. Meikle, Jr.

Rick Meikle  
Rick Meikle

Jane Taggart  
Jane Taggart

Jill Stevens  
Jill Stevens

Jack K. Meikle  
Jack K. Meikle

Jamie Wilcox  
Jamie Wilcox

Jeffrey S. Meikle  
Jeffrey S. Meikle

Robert J. Meikle  
Robert J. Meikle

Nancy Luthy  
Nancy Luthy

Jana Pendleton  
Jana Pendleton

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