

# State of Idaho

## Department of State

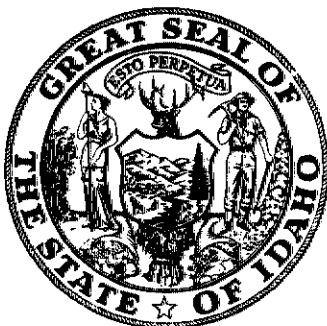
### CERTIFICATE OF INCORPORATION OF

INTERNATIONAL BUSINESS CONCEPTS, INCORPORATED  
File number C 107998

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: October 13, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anne Seibel*

70.00 = 70.00

CR #: 545 CUST# 40949

2 The undersigned, acting as incorporators of a corporation  
STATE under the Idaho Business Corporation Act, adopt the following  
Articles of Incorporation for such a corporation:

**NAME**

## ARTICLE II.

The purpose or purposes for which the Corporation is organized is to own and operate a consulting, training/development and marketing service business; and the transaction of all lawful business for which corporations may be organized under the Business Corporation Act of the State of Idaho.

### DURATION

The Corporation shall have perpetual existence.

**SHARES**

The total authorized stock of the Corporation is 10,000 shares of common stock, with par value of one dollar (\$1.00).

## ARTICLE V.

**REGISTERED OFFICE**

The address of the initial registered office is 1204 Ponderosa, Moscow, Idaho, 83843. The initial registered agent at that address is Nicki Jean Keohohou.

## ARTICLE VI.

**PLACE OF BUSINESS**

The principal office or place of business of this corporation shall be 1204 Ponderosa Dr., Moscow, Idaho with the privilege of establishing branch offices at other places within or without the state of Idaho.

IDAHO SECRETARY OF STATE

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Inlet Corporation EUST# 40949

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or without the 30.00

## ARTICLE VII.

### DIRECTORS

The initial Board of Directors shall consist of four directors and the names and addresses of the persons who shall serve as directors until the first annual meeting of stockholders or until their successors can be elected and qualified are:

<u>Name</u>	<u>Address</u>
Nicki Jean Keohohou	1204 Ponderosa Drive, Moscow, ID 83843
Saffery Keohohou	1204 Ponderosa Drive, Moscow, ID 83843
Gracanne Keohohou	1204 Ponderosa Drive, Moscow, ID 83843
Dane Keohohou	1204 Ponderosa Drive, Moscow, ID 83843

## ARTICLE VIII.

### FISCAL YEAR

The calendar year of this Corporation shall be from January, 1 to December, 31.

## ARTICLE IX.

### CONTRACTS

A director of this Corporation shall not be disqualified by his office from dealing or contracting with this Corporation, nor shall any transaction or contract of this Corporation be void or voidable by reason of the fact that any director or any firm of which any director is a member or any Corporation of which any director is a member of any Corporation of which any director is a shareholder, officer, or director, is in any way interested in such transaction or contract provided that, after such interest shall have been disclosed, such transaction or contract is, or shall be authorized, ratified, or approved either (1) by a vote of a majority of a quorum of the Board of Directors without counting in such majority or quorum any director so interested, or any director who is a member of a firm so interested, or a shareholder, officer or director of a Corporation so interested, or (2) by the written consent, or by a vote at any stockholders' meeting or the holders of a majority of all the outstanding shares of stock of this Corporation entitled to vote; nor shall any director be liable to account to this Corporation for any profits realized from such transaction or contract, authorized, ratified or approved as aforesaid.

## ARTICLE X.

### BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the stockholders, shall be vested in the Board of Directors. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

## ARTICLE XI

### INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES, AND AGENTS

The Corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees, and agents to provide for their indemnification while acting for, and on behalf of the Corporation, pursuant to Idaho Code Section 30-1-5.

## ARTICLE XII

### INCORPORATORS

The names and business addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Nicki Jean Keohohou	1204 Ponderosa Drive, Moscow, ID 83843
Saffery Keohohou	1204 Ponderosa Drive, Moscow, ID 83843

IN WITNESS WHEREOF, the undersigned incorporators of the above-named Corporation have hereunto signed these Articles of Incorporation on this 27th day of Sept, 1994.

Nicki Jean Keohohou  
NICKI JEAN KEOHOHOU

Saffery Keohohou  
SAFFERY KEOHOHOU

STATE OF Idaho )  
County of LATAH ) ss.

On this 27th day of Sept, 1994, before me, the undersigned Notary Public, personally appeared NICKI JEAN KEOHOHOU, known to me to be the person whose name is subscribed to within the instrument and acknowledged to me that she executed the same.

[Signature]  
Notary Public for the State of Idaho  
Residing at MOSCOW, Idaho  
My commission expires 2-26-00

STATE OF Idaho )  
County of Latah ) ss.

On this 22 day of September, 1994, before me, the undersigned Notary Public, personally appeared SAFFERY KEOHOHOU, known to me to be the person whose name is subscribed to within the instrument and acknowledged to me that he executed the same.

[Signature]  
Notary Public for the State of Idaho  
Residing at MOSCOW  
My commission expires 6-17-97