

State of Idaho

Department of State

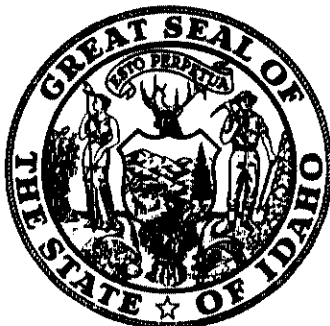
CERTIFICATE OF INCORPORATION OF

DELTA MANAGEMENT GROUP, 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: December 9, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Taylor*

ARTICLES OF INCORPORATION
DELTA MANAGEMENT GROUP, Inc.

DEC 9 8 47 AM '92
SECRETARY OF STATE

This document constitutes the articles of incorporation for Delta Management Group, Inc.

- I. The name of this corporation is Delta Management Group, Inc.
- II. The period of duration is perpetual.
- III. The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated.
- IV. This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 10,000. These shares have no par value.
- V. The name and address in the State of Idaho of this corporation's initial agent is:

Elizabeth McDowell
1441 East Carter Lane
Boise, Idaho 83706

- VI. The initial Board of Directors shall consist of two people:

Elizabeth McDowell - President/Secretary
1441 East Carter Lane
Boise, Idaho 83706

Homer McDowell - Vice President
1441 East Carter Lane
Boise, Idaho 83706

- VII. The name and address of the incorporator is:

Vanxay Kitnikone
450 West State Street, Ninth Floor
Boise, Idaho 83702

**ARTICLES OF INCORPORATION
DELTA MANAGEMENT GROUP, Inc.**

Page 2

VIII. No director or officer of Delta Management Group, Inc. shall be responsible to the corporation or to its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except:

- a) For any breach of the 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 the law.
- c) Provided for under section 30-1-48, Idaho Code.
- d) For any transaction from which the Director derived an improper personal benefit.

Dated: December 8, 1992



VANXAY KITNIKONE
Incorporator

I declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



VANXAY KITNIKONE
Incorporator