



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

CORROON & BLACK OF IDAHO, INC.

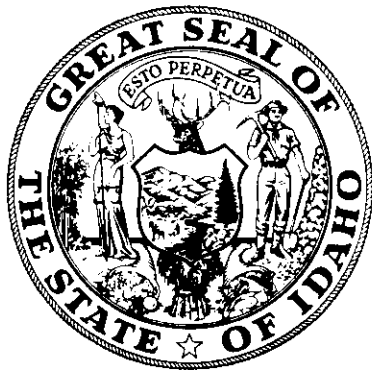
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

CORROON & BLACK OF IDAHO, INC.

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: **September 16, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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ARTICLES OF INCORPORATION
OF
CORROON & BLACK OF IDAHO, INC.

SECRETARY OF
STATE

THE UNDERSIGNED, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is CORROON & BLACK OF IDAHO, INC.

SECOND

The period of its duration is perpetual.

THIRD

The purpose for which the corporation is organized is for the transaction of any or all lawful business for which the corporation may be incorporated under the Idaho Business Corporation Act.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 1,000 with a par value of \$1.00 per share.

FIFTH

Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

SIXTH

The location of the initial registered office of the corporation is 300 North Sixth Street, Boise, Idaho and the name of its initial registered agent at such address is C T CORPORATION SYSTEM.

SEVENTH

The number of directors constituting the initial Board of Directors is not less than three or more than 15, and the names and addresses of the persons who are to serve until the first annual meeting of the shareholders and until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Robert F. Corroon	Khakum Wood Greenwich, CN 06830
Richard Miller	4400 Chickering Nashville, TN 37215
Crawford A. Black	200 East 82nd Street New York, NY 10028

EIGHTH

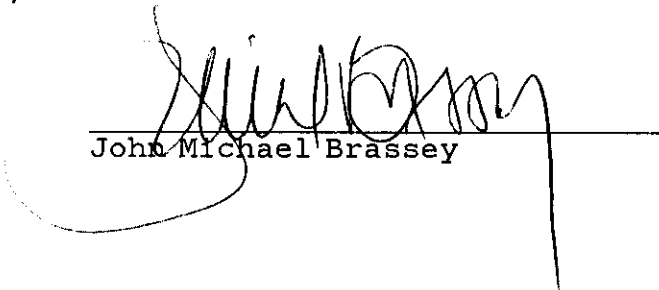
The name and address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Michael Brassey	300 North Sixth Street Boise, ID 83702

NINTH

The Board of Directors is expressly authorized to alter, amend or repeal the By-Laws of the corporation and to adopt new By-Laws, subject to repeal or change by a majority vote of the shareholders.

this 11/14 IN WITNESS WHEREOF, I have hereunto set my hand and seal
day of September, 1983.



John Michael Brassey



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CORROON & BLACK, INC.

2911 Second Avenue
P.O. Box 34201
Seattle, Washington 98124
206-583-2300 Telex: 32-0215
SECRETARY OF STATE

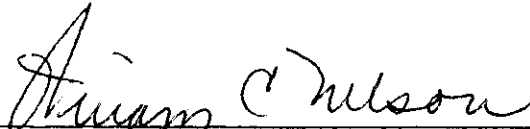
Pete T. Cenarrusa
Secretary of State
Statehouse
Boise, Idaho 83720

Dear Mr. Cenarrusa:

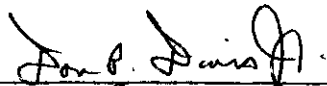
The undersigned corporation hereby consents to the use of the corporate name Corroon & Black of Idaho, Inc. by the incorporators thereof pursuant to § 30-1-8, Idaho Code.

CORROON & BLACK, INC.

By



President



Corporate Secretary

Insurance

Surety Bonds

Consultants