

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

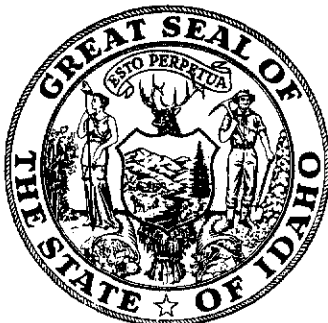
GOEMANN, INC.

File number C 113877

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: February 26, 1996



Pete T. Cenarrusa

SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION

OF

GOEMANN, INC.

JAN 23 2 13 PM '96
SECRETARY OF STATE
STATE OF IDAHO

FEB 23 2 30 PM '96
SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that we the undersigned, Richard W. Forsmann and Robert J. Goeckner being a natural persons of full age, who are citizens of the United States, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and to that end hereby adopt Articles of Incorporation as follows:

ARTICLE I

NAME

The name of the corporation is Goemann, Inc.

ARTICLE II

PURPOSE

The purposes of the corporation are to do any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

DURATION

The duration of this corporation is perpetual.

ARTICLE IV

LOCATION

The location and post office address of the registered office of the corporation in the State of Idaho is:

414 Main Street
P.O. Box 96
County of Idaho
Cottonwood, ID 83522

IDAHO SECRETARY OF STATE
DATE 02/26/1996 0900 40413

2

CK #: NO CK # CUST# 65407

CORP

1@ 100.00= 100.00

ARTICLE V

STOCK

The total authorized number of par value shares of stock is not more than 2,500. The aggregate par value of the total authorized number of par value shares is TWENTY FIVE THOUSAND (\$25,000.00) DOLLARS. The total authorized number of shares without par value is none.

The stock of the corporation is divided into 2,500 shares of common stock, at a par value of \$10.00 per share. The shares of stock of the corporation shall not be subject to assessment.

ARTICLE VI

REGISTERED AGENT

The name and post office address of the incorporator and initial registered agent is:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
RICHARD W. FORSMANN	P.O. Box 96 414 Main Street Cottonwood, ID 83522

ARTICLE VII

DIRECTORS/INCORPORATORS

The number of directors and original incorporators constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Richard W. Forsmann - P.O. Box 96, Cottonwood, ID 83522
Robert J. Goeckner - HCR 3, Box 352, Cottonwood, ID 83522

The private property of the stockholders shall not be subject to any payment of corporate debts whatsoever.

WE, THE UNDERSIGNED, being the original subscribers to the capital stock hereinafter named for the purpose of forming a corporation to do business within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and

certifying that the facts herein stated are true, and we agree to become a member of such corporation, and accordingly have hereunto set our hands and seal this 29th day of December, 1995.

NAME

Richard W. Forsmann
Richard W. Forsmann

ADDRESS

Cottonwood, Idaho 83522
Incorporator and Director

Robert J. Goeckner
Robert J. Goeckner

Cottonwood, Idaho 83522
Incorporator and Director

ACKNOWLEDGMENT

STATE OF IDAHO)
)
COUNTY OF IDAHO) ss

On this 3rd day of January, 1996, before me, the undersigned, a Notary Public for Idaho, personally appeared RICHARD W. FORSMANN, and ROBERT R. GOECKNER, known to be the persons whose names are subscribed to within instrument and acknowledged to me that they executed the same.

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

(SEAL)

Joseph P. Forsman
Notary Public for Idaho
Residing at: Cottonwood, Idaho
My Commission Expires: 11/16/98