

**CERTIFICATE OF INCORPORATION
OF**

J.P. FOX & CO., LTD.

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: April 5, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by *Sandra M. Hawley*

MAR 5 4 18 PM '88
SECRETARY OF STATE

MAR 29 3 50 PM '88
ARTICLES OF INCORPORATION
SECRETARY OF STATE

OF

J.P. FOX & CO., LTD.

THE UNDERSIGNED, have adopted these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Idaho, and do hereby certify:

ARTICLE I

CORPORATE NAME

The name of this corporation is J.P. FOX & CO., LTD.

ARTICLE II

DURATION

The corporation is to have a perpetual existence.

ARTICLE III

PURPOSE

The purposes for which the corporation is organized are as follows: For any lawful purpose or purposes permitted by law.

ARTICLE IV

OFFICE

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as 5200 Overland Road, Boise, ID, and the registered agent for service of process upon said corporation at that address shall be Patricia A. Andrysiak.

ARTICLE V

CAPITAL STOCK

The amount of the capital stock of this corporation is \$50,000, divided into 1000 shares of common stock at \$50.00 par value.

ARTICLE VI

DIRECTORS

The number of directors of this corporation shall be as provided by this By-Laws, and, initially this corporation shall have a board of two (2) directors.

ARTICLE VII

BOARD OF DIRECTORS

The names and post offices addresses of the first Board of Directors, who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified, are as follows:

PATRICIA A. ANDRYSIAK	4404 Bethel Boise, ID 83706
JOHN H. ANDRYSIAK, SR.	4404 Bethel Boise, ID 83706

ARTICLE VIII

STOCKHOLDERS

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any any extent whatsoever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

In the event that a stockholder:

(a) sells, transfer, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge, any shares of stock in this corporation to any person ineligible by law or by virtue of these By-Laws to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge is made in a manner prohibited by law, or in a manner inconsistent with the provisions of these By-Laws, or

(b) suffers an execution to be levied upon his stock, or such stock is subjected to judicial sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person other than the stockholder,

then the stock of such stockholder shall immediately stand forfeited and such stock shall be immediately cancelled by this corporation and the stockholder or other person in possession of such stock shall be entitled only to receive payment for the value of such stock, which said value shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs, the stockholder whose stock so becomes forfeit and is cancelled by the corporation shall forthwith cease to be an employee, officer, directors or agent of the corporation and, except to receive payment for his stock in accordance with the foregoing, and payment of any other sums then lawfully due and owing to said stockholder by the corporation such stockholder shall then and thereafter have no further financial interest of any kind in this corporation.

ARTICLE IX

SALE OF STOCK

The corporation's shareholders are specifically authorized from time to time to adopt By-Laws not inconsistent herewith restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

ARTICLE X

SUBSCRIBERS

The amount of the capital stock actually subscribed is 500 shares each by the persons whose names are herein set forth:

JOHN H. ANDRYSIAK, SR.
(500 shares)

4404 Bethel
Boise, ID 83706

PATRICIA A. ANDRYSIAK
(500 shares)

4404 Bethel
Boise, ID 83706

ARTICLE XI

AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, The subscribers have signed these Articles of Incorporation.

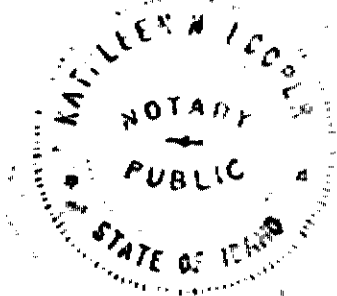

JOHN H. ANDRYSIAK, SR.


PATRICIA A. ANDRYSIAK

STATE OF IDAHO)
) ss
County of Ada)

On this 29 day of March, 1988, before me, the undersigned, a Notary Public in and for said State, personally appeared JOHN H. ANDRYSIAK, SR., known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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

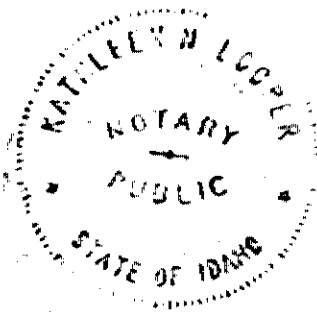


Kathleen N. Cooper.
Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires: 6-1-88

STATE OF IDAHO)
) ss
County of Ada)

On this 29 day of March, 1988, before me, the undersigned, a Notary Public in and for said State, personally appeared PATRICIA A. ANDRYSIAK, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

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



Kathleen N. Cooper.
Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires: 6-1-88