



**CERTIFICATE OF INCORPORATION
OF**

ELLIOTT ENTERPRISES, 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: June 20, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Ange Hurd*

ARTICLES OF INCORPORATION
OF
ELLIOTT ENTERPRISES, INC.

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KNOW ALL MEN BY THESE PRESENTS that we, the undersigned citizens of the United States of America, being each of full age, have this day voluntarily associated ourselves together for the purpose of forming a business corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

ARTICLE I

The name of this Corporation shall be ELLIOTT ENTERPRISES, INC.

ARTICLE II

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

ARTICLE III

This Corporation shall have perpetual duration.

ARTICLE IV

The location and post office address of the initial registered office of this Corporation shall be 720 College Avenue, St. Maries, Idaho 83861, and the registered

agent shall be Jerrold E. Park, 720 College Avenue, St. Maries, Idaho 83861; and the Corporation may have such other offices and places of business within or outside the State of Idaho as the directors shall, from time to time, determine.

ARTICLE V

The authorized capital stock which this Corporation shall have authority to issue shall be 1,000,000 shares of common stock of a single class, all of which shares shall be without par value.

ARTICLE VI

The stockholders of the Corporation may provide by agreement, or by resolution duly adopted by the affirmative vote of the holders of not less than two-thirds of the stock outstanding, that sale or transfer of any of the Corporation's stock shall be subject to certain restrictions or limitations, not prohibited by law; provided, however, that no such restriction or limitation shall be binding upon or enforceable against stockholders not having actual notice thereof unless such restriction or limitation shall be fully set forth or incorporated by reference in the certificate evidencing each stockholder's shares.

ARTICLE VII

The Board of Directors of this Corporation shall consist of three members, or such greater or lesser number as the Bylaws of the Corporation shall hereafter provide.

ARTICLE VIII

The name and post office address of each of the incorporators and members of the initial Board of Directors of this Corporation are as follows:

JERROLD E. PARK	720 College Avenue St. Maries, Idaho 83861
MERNA D. PARK	720 College Avenue St. Maries, Idaho 83861
LINDA J. BAILEY	720 College Avenue St. Maries, Idaho 83861

Said directors shall serve until the first annual meeting of shareholders or until their successors are elected and qualify.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation in triplicate this ____ day of January, 1988.


JERROLD E. PARK



MERNA D. PARK


LINDA J. BAILEY

STATE OF IDAHO)
 : ss
County of Benewah)

I, DAVID B. ROGERS, a Notary Public, do hereby
certify that on this 12th day of January, 1988, personally
appeared before me JERROLD E. PARK, MERNA D. PARK and
LINDA J. BAILEY, who, being by me first duly sworn, declared
that they are the incorporators of ELLIOTT ENTERPRISES, INC.,
that they signed the foregoing document as incorporators of
the corporation, and that the statements therein contained
are true.

SEAL


Notary Public in and for Idaho
Res. & P. O. Address: St. Maries
Commission expires: 8-26-91