



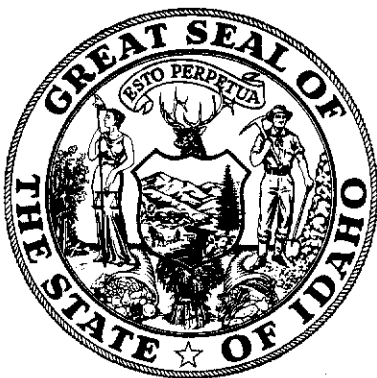
**CERTIFICATE OF INCORPORATION
OF**

FUREY & FUREY, CHARTERED

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 16, 1985**



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Shirley J. Clark

ARTICLES OF INCORPORATION

OF

FUREY & FUREY, Chartered

RECEIVED
STATE OF IDAHO
DEC 19 1958
The undersigned, Sherman F. Furey, Jr., and Sherman F. Furey III, acting as incorporators of a corporation under the Professional Service Corporation act of the State of Idaho, Chapter 13, Title 30 of the Idaho Code, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is "FUREY & FUREY, Chartered".

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(a) To engage in every phase and aspect of and conduct the professional practice of law, rendering to the public the professional services that a professional lawyer, duly licensed under the laws of the State of Idaho, is authorized to render. Such professional services shall be rendered only through officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Idaho.

(b) To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment and to own any and all real and personal property necessary to or convenient for the rendering of the professional services.

(c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes of this corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects of this corporation and to have and exercise all of the powers conferred upon corporations by the Professional Service Corporation act of the State of Idaho.

(d) This corporation shall have the power at its option to purchase and acquire the shares owned and held by any shareholder who dies, withdraws, or for any reason ceases to be a stockholder, in accordance with the By-Laws adopted by the shareholders of this corporation, setting forth the terms and conditions of such purchase, provided, however, the capital of this corporation is not impaired.

(e) This corporation shall have the power to enter into for the benefit of its officers and employees such pension, profit sharing or other retirement or incentive compensation plans as the directors shall authorize.

FOURTH: The aggregate numbers of shares which the corporation shall have the authority to issue is 1000 shares; all of such shares shall be without par value. All of said stock shall be nonassessable, common stock with

equal voting and other rights and privileges. None of the shares of stock shall be issued to anyone other than lawyers who are duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated.

FIFTH: Provisions denying preemptive rights are none.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are that the shareholders of this corporation shall have the power to include in the By-Laws, restrictive provisions regarding the alienation of shares and provide for purchase or redemption by the corporation of its shares. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the shareholders of this corporation. All of the powers of this corporation are hereby conferred upon the Board of Directors, which shall consist of at least the minimum number required by law, the number to be designated by the By-Laws consistent with this article.

SEVENTH: The address of the initial registered office of this corporation is: 116 N. Center, Street, Salmon, Idaho 83467 and the name of its initial registered agent at such address is: Sherman F. Furey III.

EIGHTH: The number of directors 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:


Name _____

Address

Sherman F. Furey, Jr. 116 N. Center St., Salmon

Sherman F. Furey III 116 N. Center., Salmon

IN WITNESS WHEREOF, we have hereunto set our hands to
these Articles of Incorporation this 1st day of July, 1985.


Sherman F. Furey, Jr.

Sherman F. Furey, Jr.

Sherman F. Purey III

Sherman F. Furey III

STATE OF IDAHO)
 : ss.
County of Lemhi)

On this 1st day of July, in the year of 1985, before me the undersigned, a Notary Public in and for said State, personally appeared SHERMAN F. FUREY, JR., and SHERMAN F. FUREY III, known or identified to me to be the persons whose names are subscribed to the foregoing 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 in this certificate first above written.

Elaine Burch

Notary Public for Idaho
Residing at Salmon, Idaho

My Commission Expires: 12-21-84