

FILED EFFECTIVE

AMENDED AND RESTATED 2005 MAY 20 PM 4: 32

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
STATE OF IDAHO

DBSI SECURITIES CORPORATION

Under the provisions of Sections 30-1-1006 and 30-1-1007 of the Idaho Business Corporation Act, DBSI Securities Corporation has adopted and executes the following Amended and Restated Articles of Incorporation:

1. **Name.** The name of the corporation is DBSI Securities Corporation.
2. **Authorized shares.** The aggregate number of shares the corporation is authorized to issue shall be five thousand (5,000) all of which shall be common voting stock.
3. **Registered office and agent.** The registered office of the corporation is 1550 S. Tech Lane, Meridian, Idaho 83642 and its registered agent at that address is Douglas L. Swenson.
4. **Corporate purpose.** The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
5. **Board of Directors.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the bylaws.
6. **Voting.** Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.
7. **Indemnification.** The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).
8. **Limitation of Liability.** No director shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional

AMENDED AND RESTATED ARTICLES OF INCORPORATION - 1

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infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

DATED this 20th day of May, 2005.

DBSI SECURITIES CORPORATION

By  _____
Douglas L. Swenson, President

**CERTIFICATE TO BE FILED WITH
AMENDED AND RESTATED ARTICLES OF INCORPORATION**

Under the provisions of Section 30-1-1007 of the Idaho Business Corporation Act, DBSI Securities Corporation (the "Corporation") certifies:

1. The name of the corporation is DBSI Securities Corporation.
2. The Amended and Restated Articles of Incorporation were adopted by the directors and shareholders of the Corporation pursuant to unanimous consent in accordance with Idaho Code Sections 30-1-704 and 30-1-821, effective May 20, 2005.
3. At the time of adoption of the Amendment, there were 90 common shares of the Corporation outstanding and entitled to vote. All common shares voted for the Amendment and the directors of the Corporation consented to the Amendment as evidenced by the Unanimous Consent of the Shareholders and Board of Directors executed effective May 20 2005, pursuant to Idaho Code Sections 30-1-704 and 30-1-821.
4. The Amended and Restated Articles of Incorporation consolidate all amendments into a single document and supersede the original articles of incorporation and all amendments thereto.

DATED this 20th day of May, 2005.

DBSI SECURITIES CORPORATION

By 
Douglas L. Swenson, President

CERTIFICATE

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