

State of Idaho

Department of State

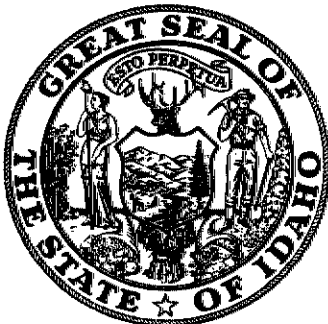
CERTIFICATE OF INCORPORATION OF

**I.M.S.O., INC.
File number C 108261**

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: November 9, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

Nov 9 12 35 PM '94

SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
I.M.S.O., INC.

The undersigned, acting as incorporator of a corporation under the Idaho Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is I.M.S.O., Inc., an Idaho corporation.

ARTICLE II
PRINCIPAL OFFICE AND REGISTERED AGENT

The location, principal office and address of I.M.S.O., Inc., is:

I.M.S.O., Inc.
999 N. Curtis Rd, Suite 317
Boise, Idaho 83706

The registered agent of I.M.S.O., Inc., is Richard Butler.

ARTICLE III
INCORPORATORS

The incorporator and his address is as follows:

Richard Butler
999 N. Curtis Rd, Suite 317
Boise, Idaho 83706

ARTICLE IV
PURPOSE AND POWERS OF THE CORPORATION

The general purpose and power of I.M.S.O., Inc., is to have and to exercise any and all powers, rights and privileges which a corporation organized under the laws of the State of Idaho may now or hereafter have or exercise.

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The foregoing statement of purposes shall be construed as a statement both of purposes and of powers, and purposes and powers in each clause shall in no way be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, I.M.S.O., Inc., shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Corporation.

ARTICLE V OWNERSHIP AND STOCK

I.M.S.O., Inc., stock shall consist of 1,000 shares of stock, common class with no par value. Shareholders shall have a preemptive right to acquire unissued or treasury shares subject to the limitations set forth in the Idaho Corporation Act, and under such terms and conditions as the board of directors may fix for the purpose of providing a fair and reasonable opportunity for the exercise of such right. Unissued or treasury shares may be purchased for other than cash, and such consideration may be paid, upon approval of the board of directors, in whole or in part in cash, or in other property, tangible or intangible, or in labor or services actually performed for I.M.S.O., Inc.

ARTICLE VI BOARD OF DIRECTORS

The affairs of I.M.S.O., Inc., shall initially be managed by a board of three directors. The number of directors may be changed by amendment of the corporate bylaws.

The initial directors of I.M.S.O., Inc., and their addresses are as follows:

Richard Butler
999 N. Curtis Rd.
Suite 317
Boise, Idaho 83706

Mark Borup
999 N. Curtis Rd.
Suite 205
Boise, Idaho 83706

Pete Petersen
1173 University Dr.
Boise, Idaho 83702


ARTICLE VII
DURATION

The Association shall exist perpetually.

ARTICLE VIII
DISSOLUTION

Upon the winding up and dissolution of the debts and obligations of I.M.S.O., Inc., the remaining assets shall be distributed to the shareholders as based upon their percentage of ownership in I.M.S.O., Inc., Inc.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned, constituting the incorporator of this Corporation, has executed these Articles of Incorporation this 3 day of November, 1994.


Richard Butler

STATE OF IDAHO)
)ss.
COUNTY OF ADA)

On this 3rd day of November, 1994, before me, the undersigned, a Notary Public in and for said county and state, personally appeared Richard Butler, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.

Vicki J. Sullivan
Notary Public for Idaho
Residing at Baise Id.
Commission Exp. 8/98