

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

EXECUTIVE BENEFITS INCORPORATED

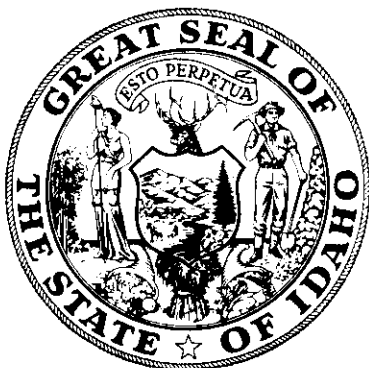
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

EXECUTIVE BENEFITS INCORPORATED

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 21, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

'83 JUN 21 PM 4 33

of
EXECUTIVE BENEFITS INCORPORATED

SECRETARY OF
STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Executive Benefits Incorporated.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized to transact any or all lawful business for which corporations may be incorporated under this act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 5,000 shares which shall have a par value of \$1.00 per share.

FIFTH: The address of the initial registered office of the corporation is 2625 Bright Street, Nampa, Idaho 83651; and the name of its initial registered agent at such address is Ed Byington.

SIXTH: 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:

Ed Byington 2625 Bright Street, Nampa, Idaho 83651

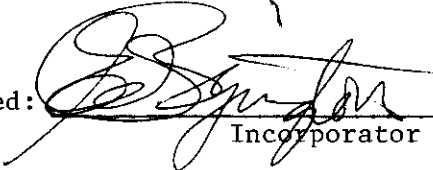
Karen Byington 2625 Bright Street, Nampa, Idaho 83651

SEVENTH: The name and address of each incorporator is:

Ed Byington 2625 Bright Street, Nampa, Idaho 83651

Dated: June 22, 1983

Signed:


Incorporator