

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

DIGITAL VOICE SYSTEMS, 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: April 13, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Taylor*

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**ARTICLES OF INCORPORATION
OF**

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DIGITAL VOICE SYSTEMS, INC

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of State of Idaho, and we hereby certify in writing as follows:

ARTICLE I

Name

The name of said corporation shall be Digital Voice Systems, Inc.

ARTICLE II

Purposes and Powers

That the purposes for which said corporation is formed, and the powers it shall be deemed authorized to exercise are as follows:

1. To carry on, conduct, and engage in the business of designing, developing, constructing, manufacturing, franchising, licensing, and selling any and all kinds of personal and intellectual properties, including, without limitation, electronic devices, computers, including all components, appurtenant and related items, digital equipment, electronic technology, software, data processing chips, recording devices, electrical power sources and amplifiers, electrical circuitry, and computer software.

2. To purchase and acquire, through issuance of its capital stock or

otherwise, and to own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, operate, plant, improve, cultivate, develop, landscape, construct, maintain, equip, license, and generally deal in any all types of real estate, improved and unimproved, and any and all other types of property, real or personal, of every kind and description, wheresoever situated.

3. To manufacture, produce, purchase or otherwise acquire, patent, register, copyright, invest in, own, mortgage, pledge, sell, license, assign, transfer or otherwise dispose of and deal in any and all items of personal property including, but not limited to, the rights to technology and other forms of intellectual property.

4. To make, enter into, perform, and carry out contracts of every kind or nature, including, but not limited to, contracts and agreements of partnership and joint venture with any person or other legal entity for the purpose of engaging in any and all kinds of lawful business enterprises and ventures.

5. To acquire the goodwill, rights, property interests, franchises, options, and assets of all other kinds and nature, and to undertake, whole or in part, the liabilities of any person, firm, association, corporation, or other legal entity upon such terms and conditions as may be agreed upon, and to pay for the same in cash, stocks, bonds, debentures, or other securities of this corporation or otherwise.

6. To incur debt and to borrow, and to secure the payment of, money in any lawful manner, including the issuance of bonds, warrants, debentures, notes, or other evidences of indebtedness as may be necessary to accomplish and further the lawful activities of this corporation.

7. Without limiting any of the objects, purposes, or powers of the corporation set forth hereinabove, it is hereby expressly declared and provided that said corporation shall have the power to do all acts and things necessary, incidental, or convenient to the promotion of the interests of the corporation, or to enhance the value or render profitable any of its property or rights.

8. To engage in, undertake, or exercise any and all other rights or powers permitted of general business corporations under the laws of the State of Idaho, all of which powers and purposes are hereby expressly claimed.

ARTICLE III

Duration

The corporation shall have perpetual existence.

ARTICLE IV

Registered Office

The registered office of said corporation shall be located in the County of Twin Falls, State of Idaho, and that the post office address of said registered office shall be 1802 Kimberly Road, Twin Falls, Idaho 83301.

ARTICLE V

Registered Agent

The initial registered agent for the corporation, for the purpose of receiving notices and service of process, shall be Allan Howa, 1802 Kimberly Road, Twin Falls, Idaho 83301.

ARTICLE VI

Stock

The capital stock of this corporation shall be comprised entirely of stock of no par value, and the authorized number of shares of no par value stock shall be 5,000, which stock shall be common stock and shall be non-assessable.

ARTICLE VII

Subscribed Shares

The amount of capital stock of said corporation has actually been subscribed for is two shares, and the following are the names and post office addresses of the subscribers:

<u>Name of Incorporator</u>	<u>Post Office Address</u>	<u>Number of Shares</u>
Allan Howa	Woodridge Drive Twin Falls, Idaho 83301	1
Kelly Fox	784 Filer Avenue Twin Falls, ID 83301	1

ARTICLE VIII

Board of Directors

Management

A. The business of the corporation shall be managed by a board of three directors; provided, however, that if all of the shares of stock in the corporation are owned by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders, the precise number to be determined by a vote of the stockholders. The terms and method of electing directors shall be set forth in the Bylaws.

B. The initial board of directors shall be comprised of three persons, to wit:

Name of Director

Address of Director

Edward G. Price

728 Gable Street
Midvale, UT 84047

Allan Howa

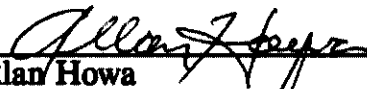
Woodridge Drive
Twin Falls, Idaho 83301

Kelly Fox

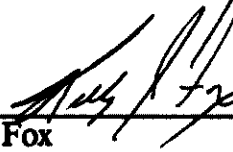
784 Filer Avenue
Twin Falls, ID 83301

IN WITNESS WHEREOF, we have hereunto set our hands this 5th day of

April, 1993.



Allan Howa



Kelly Fox

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