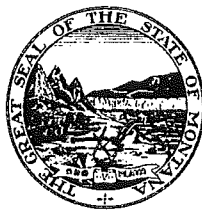


SECRETARY OF STATE

STATE OF MONTANA

BRAD JOHNSON



Montana State Capitol
PO Box 202801
Helena, MT 59620-2801
(406)444-3665
<http://www.sos.mt.gov>

PRIORITY

ANNE M RHODES
1375 RACE STREET #7
DENVER CO 80206

RE: CODY DIERUF BENEFIT FOUNDATION
ARTICLES OF INCORPORATION
Filing Date: March 6, 2006
Filing Number: D153639-672719

March 7, 2006

Dear Sir or Madam:

I've approved the filing of the documents for the above named entity. The document number and filing date have been recorded on the original document. This letter serves as your certificate of filing and should be maintained in your files for future reference.

Thank you for giving this office the opportunity to serve you. If you have any questions in this regard, or need additional assistance, please do not hesitate to contact the Business Services Bureau professionals at (406) 444-3665.

Sincerely,

A handwritten signature in cursive script that reads "Brad Johnson".

BRAD JOHNSON
Secretary of State

Articles of Incorporation of the Cody Dieruf Benefit Foundation

We, the undersigned natural persons all being of the age of eighteen years or more and all of whom are citizens of the United States, acting as incorporators under the Montana Nonprofit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article I NAME

The name of the Corporation is the Cody Dieruf Benefit Foundation.

Article II PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 8771 Haggerty Lane, Bozeman, Montana, Gallatin County. The business of this Corporation may be conducted in all counties of the State of Montana, and in all states of the United States, and in all territories thereof.

Article III PURPOSE

(a) Said corporation is a Public Benefit Corporation.

(b) Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) To engage in any and all activities and pursuits, and to support or assist such other organizations as may be reasonably related to the foregoing and following purposes. These activities and pursuits may include, but are not limited to, funding and support of educational and cultural scholarships; providing assistance to qualified Montana families and/or individuals to defray medical costs associated with cystic fibrosis and to assist such families and/or individuals in furtherance of seeking out-of-area medical care for persons with cystic fibrosis; and supporting, to the extent determined by the Board of Directors, qualified exempt Section 501(c)(3) non-profit organizations including but not limited to the Cystic Fibrosis Foundation (CFF) and Lewis & Clark College in Portland, Oregon.

(d) To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Montana Nonprofit Corporation Act.

(e) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate

**ARTICLE VII
MEMBERS/STOCK**

The corporation shall not have any class of members or stock.

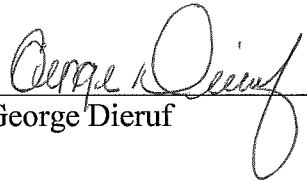
**ARTICLE VIII
DIRECTORS**

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of directors of this Corporation shall be three (3), or more than three, as fixed from time to time by the By-Laws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is three, and the names and addresses of the natural persons who are to serve as the corporation's initial directors are:

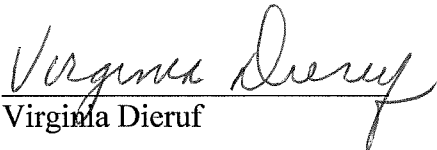
George Dieruf

Physical Address:
8771 Haggerty Lane,
Bozeman, MT 59715
Mailing Address:
P.O. Box 6044
Bozeman, MT 59771


George Dieruf

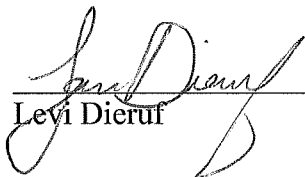
Virginia Dieruf

Physical Address:
8771 Haggerty Lane,
Bozeman, MT 59715
Mailing Address:
P.O. Box 6044
Bozeman, MT 59771


Virginia Dieruf

Levi Dieruf

Physical and Mailing Address:
1200 Vine Street, #3E
Denver, CO 80206


Levi Dieruf

**Article IX
BY-LAWS**

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws.

