

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
STANDLEE TRADING DISC, INC.

2013 JAN 29 PM 2: 20

SECRETARY OF STATE
STATE OF IDAHO

We, the undersigned natural persons of the age of eighteen (18) years or more, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such a corporation:

ARTICLE I.

NAME. The name of the corporation is STANDLEE TRADING DISC, INC.

ARTICLE II.

DURATION. The corporation shall exist perpetually or until dissolved according to law.

ARTICLE III.

PURPOSES AND POWERS. The purposes for which the corporation is organized, for which the corporation shall have all powers, allowed by law, including, without limitation are as follows:

- a) To engage purchased, raise, produce or otherwise acquire, invest in, own, hold, use, create security interests in, pledge, sell, assign, transfer, or otherwise dispose of, deal in, broker, and deal with any and all kinds of agricultural products.
- b) To purchase, take, receive, lease, mortgage, encumber, sell and dispose of any and all kinds and character of real, personal and mixed property (the foregoing particular enumeration in a no sense being used by way of exclusion or limitation) and while the owner thereof, to exercise all the rights powers and privileges of ownership, including, in the case of stocks and shares, the right to vote thereon.

IDAHO SECRETARY OF STATE
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- c) To enter into, make and perform contracts of every kind and description to borrow and lend money, with or without security, and to endorse or otherwise guarantee the obligations of others.
- d) To act as principal or agent for others and receive compensation for all services which it may render in the performance of the duties of an agency character.
- e) To purchase, hold, sell, and transfer the shares of its own capital stock.
- f) To engage in the general business of investing, on behalf of itself and other, any part of its capital and such additional funds as it may obtain, or any interest thereon, either as tenants in common or otherwise, and to sell or otherwise dispose of the same, or any part thereof, or any interest therein.
- g) To conduct researches, investigations and examinations of businesses and enterprises of every kind and description, both within and without the State of Idaho.
- h) To engage in any and all other lawful purposes, activities and pursuits presently or hereafter allowed by law, whether similar or dissimilar to the foregoing.
- i) To finance and refinance real property and to acquire, by purchase or otherwise, notes or evidences of indebtedness secured by mortgage, deed of trust or otherwise.
- j) To engage in any and all business activities and pursuits which may be reasonably related to the foregoing purposes, and to have and exercise all powers necessary or convenient to effect the purposes for which the corporation is organized.

The purposes stated herein shall be construed as powers as well as purposes, and the matters expressed in any clause shall not be limited by reference to or inference from the terms of any other, but shall be regarded as independent purposes and power; and the enumeration of specific purposes and powers shall

not be construed to limit or restrict the meaning of general terms of the general powers; nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

ARTICLE IV.

CAPITALIZATION. The aggregate number of shares which the corporation shall have the authority to issue is Fifty Thousand (50,000) shares of common stock (the uncommon stocked) having a par value of One Dollar (\$1.00) per share. All voting rights of the corporation shall be exercised by the holders of the Common Stock, with each share of the Common Stock being entitled to one vote. All shares of the Common Stock shall have equal rights in the event of dissolution or final liquidation. All shares of the Common Stock shall be fully paid and non-assessable.

ARTICLE V.

PRE-EMPTIVE RIGHTS. No holder of shares of the Common Stock shall have any pre-emptive or preferential rights of subscription to any shares of any class of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, issued or sold. The term "convertible obligations" as used herein, shall include any notes, bonds or other evidences of indebtedness to which are attached or with which are issued warrants or other rights to purchase stock of the corporation.

ARTICLE VI.

LIMITATION ON LIABILITY.

- 1) No director of the corporation shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except as provided in this Article.
- 2) The limitation of liability contemplated in this Article shall not extend to
 - (a) any breach of the director's duty of loyalty to the corporation or its stockholders,
 - (b) any act or omission not in good faith or which involves intentional misconduct or a knowing from which the director violation of law,
 - (c) any transaction derived an improper personal benefit.

Any repeal or modification of this Article by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE VII.

REGISTERED OFFICE AND AGENT. The address of the initial registered office of the corporation is 826 S 1700 E, Eden, Idaho, and the name of its initial registered agent at such address is Greg Edgar.

ARTICLE VIII.

DIRECTORS. The number of directors constituting the initial Board of Directors of the corporation shall be Three (3) and the names and addresses the persons who are to serve as directors until the first meeting of the shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
Mike Standlee	826 S 1700 E, Eden, Idaho 83325
Dusty Standlee	826 S 1700 E, Eden, Idaho 83325
Chris Ito	1338 Hunt Terrace, Harbor City, California 90710

ARTICLE IX.

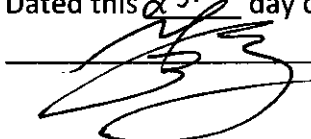
AMENDMENT TO ARTICLES. These Articles may be amended only upon the approval of not less than fifty-one of the then issued and outstanding capital stock of the corporation.

ARTICLE X.

INCORPORATOR. The name and address of the incorporator

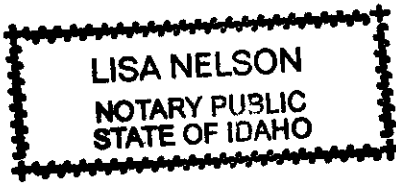
Greg Edgar
826 S 1700 E
Eden, Idaho 83325

Dated this 25th day of September, 2013



STATE OF IDAHO)
)
COUNTY OF JEROME)

On the 25th day of January, 2013, personally appeared before me Greg Edgar, who, being by me sworn, declared that they are the person who signed the within and foregoing Articles of Incorporation as incorporator, and that the statements contained therein are true.



Lisa Nelson
Residing at Jerome City Idaho

My Commission Expires:

July 18, 2017

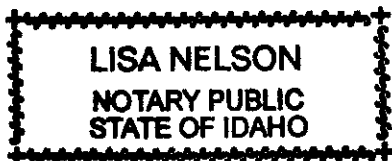
ACKNOWLEDGMENT

The undersigned, GREG EDGAR, hereby acknowledges that he has been named as registered agent of STANDLEE TRADING DISC, INC. , an Idaho corporation, to be formed pursuant to the Articles of Incorporation to which this Acknowledgment is attached and hereby agrees to act as registered agent of said corporation .

STATE OF IDAHO)
)
COUNTY OF JEROME)



On the 25th day of January, 2013, personally appeared before me Greg Edgar, who, being by me sworn, declared that they are the person who signed the within and foregoing Articles of Incorporation as incorporator, and that the statements contained therein are true.



Lisa Nelson
Residing at Jerome City Idaho

My Commission Expires:
July 18, 2017