# AMENDED AND RESTATED ARTICLES OF INCORPORATION NOV - | PM 3: 24

OF

SECRETARY OF STATE STATE OF IDAHO

## WILD WEST MARKETING, INC.

The undersigned certifies that, by actions taken by the Board of Directors of the Wild West Marketing, Inc., a Utah corporation (the "Domesticating Corporation"), and by the holder of all of the outstanding shares of the Domesticating Corporation's capital stock (the "Sole Shareholder"), by unanimous consent effective as of October 31, 2013, in conjunction with the domestication of Wild West Marketing, Inc., a Utah corporation, in the State of Idaho as Wild West Marketing, Inc., an Idaho 'corporation (the "Corporation"), the amendment and restatement of the Articles of Incorporation of Wild West Marketing, Inc. set forth below has been duly adopted and approved by the Board of Directors and Sole Shareholder of the Domesticating Corporation.

The Articles of Incorporation of Wild West Marketing, Inc. are amended and restated in their entirety in accordance with Sections 30-1-1003 and 30-1-1007 of the Idaho Business Corporation Act, as it may be amended from time to time (the "Act"), to read as follows:

## Article I. Name

The name of the Corporation is Wild West Marketing, Inc.

## Article II. Capital Stock

The total number of shares the Corporation shall have authority to issue is 40,000 shares of common stock having no par value per share.

#### Article III. Registered Agent

The Corporation's initial registered agent is the person holding the office of President of the Corporation, and the street address of the business office of that person is 2958 W. Colony Ct., Eagle, Idaho 83616.

James Dean

## Article IV. Limitation on Liability

There shall be no liability of any director of the Corporation to the Corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director; provided, however, if the Act, as in effect from time to time, restricts the elimination or limitation of a director's liability, then the foregoing provision shall not eliminate or limit the liability of each director of the Corporation to the extent the Act restricts the elimination or limitation, respectively, of a director's liability. Any repeal or modification of this Article shall not affect adversely any right, protection, elimination of limitation of liability of any director of

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the Corporation with respect to any act or omission of the director occurring prior to the time of such repeal or modification.

#### Article V. Indemnification

The Corporation shall indemnify any director or officer of the Corporation for any liability (as defined in Section 30-1-850(5), Idaho Code, or its successor statute) to any person for any action taken, or any failure to take any action, as a director or officer, respectively; provided, however, if the Act, as in effect from time to time, restricts any obligatory indemnification of a director or officer, then the foregoing provision shall not require indemnification of each director or officer of the Corporation to the extent the Act restricts obligatory indemnification of the director or officer. Any repeal or modification of this Article shall not affect adversely any right, protection, elimination of limitation of liability of any director or officer of the Corporation with respect to indemnification of the director or officer occurring prior to the time of such repeal or modification.

Dated effective as of November 1, 2013.

WILD WEST MARKETING, INC.

Bv:

James Dean, President & Incorporator

2958 W. Colony Ct. Eagle, Idaho 83616

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## FILED EFFECTIVE

Filed at the Request of:

J. Frederick Mack HOLLAND & HART LLP P.O. Box 2527 Boise, ID 83701-2527 Space for Secretary of State's Use Z013 NOV -1 PM 3: 24

SECRETARY OF STATE STATE OF IDAHO

## STATEMENT OF DOMESTICATION

OF

## WILD WEST MARKETING, INC.

Pursuant to Section 30-18-505 of the Idaho Entity Transactions Act, Wild West Marketing, Inc. adopts the following Statement of Domestication:

## Article I. Domesticating Entity

The name, jurisdiction of organization, and type of the domesticating entity is Wild West Marketing, Inc., a Utah corporation.

## Article II. Domesticated Entity

The name, jurisdiction of organization, and type of the domesticated entity is Wild West Marketing, Inc., an Idaho corporation.

#### Article III. Effectiveness

This Statement of Domestication will be effective November 1, 2013, at 12:01 a.m.

## Article IV. Approval

The domestication has been approved in accordance with Section 16-10a-1533.5 of the Utah Revised Business Corporation Act, which is the law of the domesticating entity's jurisdiction of organization that governs transfer to a state other than the State of Utah.

## Article V. Amended and Restated Articles of Incorporation

Attached as Exhibit A is a true and correct copy of the Amended and Restated Articles of Incorporation of Wild West Marketing, Inc., an Idaho corporation, which have been adopted to be effective at the time of continuation of Wild West Marketing, Inc., a Utah corporation, the Idahu Selection of State

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domesticating entity, as Wild West Marketing, Inc., an Idaho corporation, the domesticated entity, upon domestication in the State of Idaho.

Dated effective as of October 31, 2013.

WILD WEST MARKETING, INC.

James Dean, President

## **EXHIBIT A**

## AMENDED AND RESTATED ARTICLES OF INCORPORATION

See attached.

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EXHIBIT A TO STATEMENT OF DOMESTICATION - 1