

FILED EFFECTIVE

**STATEMENT OF AUTHORITY
GRH MANAGEMENT LLC**

2016 JUN -7 AM 10:01
SECRETARY OF STATE
STATE OF IDAHO

This Statement of Authority of GRH Management LLC, an Idaho limited liability company ("Company"), is filed with the Idaho Secretary of State in accordance with Idaho Code Section 30-25-302.

1. **Name.** The name of the Company is GRH Management LLC.

2. **Principal Office.** The complete street and mailing addresses of the principal office of the Company is: 855 West Broad Street, Suite 300 Boise, Idaho 83702-7154.

3. **Registered Agent.** The name of the registered agent and the street address of the Company's registered agent is: Rob G. Dickinson, 855 West Broad Street, Suite 300 Boise, Idaho 83702-7154.

4. **Authority to Bind Company.** The Company is manager managed. The Company's sole manager is Gary R. Hawkins. As authorized by the Company's Operating Agreement, Gary R. Hawkins has appointed and elected Brian Huffaker to the office of President, Kelly Grange to the office of Vice President, and Matt Hawkins to the office of Vice President, to assist Gary R. Hawkins in managing the day-to-day affairs of the Company. Thus, Brian Huffaker, acting as President of the Company, or Kelly Grange or Matt Hawkins, acting as Vice Presidents of the Company, in addition to Gary R. Hawkins, acting as the Manager of the Company, have authority to enter into all transactions on behalf of, or otherwise act for or bind, the Company, subject to the limitations set forth in Section 5 of this Certificate of Authority.

5. **Limitations on President's and Vice President's Authority to Bind Company.** Neither the President nor the Vice Presidents have the authority to:

(a) Enter into any agreement, contract, or commitment on behalf of the Company which would obligate any member to fund additional capital, to guarantee a loan or to increase a member's personal liability either to the Company or to a third party;

(b) Alter the business purpose of the Company, which is to act as the manager of manager-managed limited liability companies that are owned directly or indirectly by Gary R. Hawkins, or perform any action which would make it impossible to carry on the business purpose of the Company;

(c) Place title to any Company asset or property in the name of a nominee or sell, lease, pledge, hypothecate, or grant a security interest in any Company asset or property, except in the ordinary course of the Company's business;

(d) Commingle Company funds with the funds of any other person or entity;

(e) Confess a judgment against the Company;

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(f) Admit any person as a Member of the Company, except as provided in the Company's Operating Agreement; or

(g) Dissolve the Company.

GRH MANAGEMENT LLC

By 
Gary R. Hawkins, Manager

Date: 6-6-16