

STATEMENT OF DOMESTICATION
OF XYZ HOLDINGS, INC

FILED -4 PM 12:24

SECRETARY OF STATE
STATE OF IDAHO

- a) The name of the domesticating entity is: XYZ HOLDINGS, INC.
The jurisdiction of organization of the domesticating entity is: NEVADA
The type of domesticating entity is: CORPORATION
- b) The name of the domesticating entity is: XYZ HOLDINGS, INC.; and the jurisdiction of organization of the domesticating entity is: IDAHO
- c) The statement of domestication is to be effective upon filing.
- d) The Plan of Domestication was approved in accordance with the laws of the State of Nevada, for domesticating a Nevada limited liability company as an Idaho limited liability company.
- e) The plan of domestication was approved by the unanimous consent of the board of directors and the shareholders of this corporation.
- f) The public organic document for this entity is attached hereto.

Signature:  Printed Name: Gayle Strack

Title: President Date: 2/04/2011

IDAHO SECRETARY OF STATE
02/04/2011 05:00
CK: 1001 CT: 255141 BH: 1258607
1 @ 30.00 = 30.00 CONVERSION # 2

C189395



ARTICLES OF INCORPORATION

(General Business)

(Instructions on back of application)

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

XYZ Holdings, Inc.

Article 2: The number of shares the corporation is authorized to issue: 75,000

Article 3: The street address of the registered office is: 1008 Fillmore St., Caldwell, ID 83606

and the registered agent at such address is: Gayle Strack

Article 4: The name of the incorporator is: Gayle Strack

and address of the incorporator is: 1008 Fillmore St., Caldwell, ID 83606

Article 5: The mailing address of the corporation shall be:

1008 Fillmore St., Caldwell, ID 83606

Optional Articles:

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Signature of at least one incorporator:

Gayle Strack

Typed Name: Gayle Strack

Typed Name: _____

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Revised 07/2002

IDAHO SECRETARY OF STATE
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