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**ARTICLES OF INCORPORATION
of
JOHNSON ARCHITECTS, P.C.**

**ARTICLE I
NAME**

The name of the Corporation is **JOHNSON ARCHITECTS, P.C.**

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is organized for the following purposes:

Architectural Services, and any other business in connection with the foregoing, consistent with Idaho law and its restrictions on professional corporations.

**ARTICLE IV
CAPITAL STOCK and RESTRICTIONS**

The Corporation is authorized to issue 100,000 shares of no-par value common stock, which shall be designated "Common Shares." Only professionally licensed architects in good standing in the State of Idaho shall be officers, shareholders and directors.

IDAHO SECRETARY OF STATE

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**ARTICLE V
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any additional stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The following initial director shall serve as director until the first annual meeting of shareholders or until successors be elected and qualify:

NAME	ADDRESS
Andrew S. Johnson	10065 Deer Flat Rd Nampa, ID 83686

**ARTICLE VII
REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE**

1. The Registered Agent is: Andrew S. Johnson
2. The address of the Registered Office is:

10065 Deer Flat Rd
Nampa, ID 83686

3. The Incorporator is:

Christian D. Brown
607 N. 8th, No. 307
Boise, ID 83702

ARTICLE VIII BYLAWS

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

ARTICLE IX LIMITED DIRECTOR LIABILITY

The personal liability for a director to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director shall be limited to the fullest extent of the law as provided in Idaho Code Section 30-1-54(2).

ARTICLE X AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

ARTICLE XI AUTHORITY

Each director shall have authority to endorse, cash, deposit and negotiate all checks, cash and negotiable instruments on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of December, 1998.


Christian D. Brown

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

BEFORE ME, a Notary Public in and for said county and state, personally appeared Christian D. Brown, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed those Articles of Incorporation for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 17 day of December, 1998.


Notary Public
My Commission Expires: 10/20/99