FILED
Jan 20 | 58 PM '98

SECRETARY OF STATE STATE OF IDAHO

# ARTICLES OF INCORPORATION of SUMMIT SALES, Inc.

#### ARTICLE I NAME

The name of the Corporation is SUMMIT SALES, Inc.

#### ARTICLE II DURATION

The Corporation shall have perpetual existence.

### ARTICLE III PURPOSE

The Corporation is organized to transact any or all lawful business.

#### ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of no-par value common stock, which shall be designated "Common Shares."

IDAHO SECRETARY OF STATE

01/20/1998 09:00 CK: 1670 CT: 19388 BH: 74274

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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 (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than two (2). The following initial directors shall serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify:

**ADDRESS** 

| NAME                  | ADDICESS                                       |
|-----------------------|--|
| John G. Bellino       | 6475 W. Summerhill Drive<br>Boise, Idaho 83703 |
| Christine Ann Bellino | 6475 W. Summerhill Drive<br>Boise, Idaho 83703 |

NAME

## ARTICLE VII REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE

1. The Registered Agent is:

John G. Bellino

2. The address of the Registered Office is:

6475 W. Summerhill Drive Boise, Idaho 83703

3. The Incorporator is:

Christian D. Brown, esq. 607 North 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

The two initial directors, Gregory Walker and Kathleen Walker, and any person specifically authorized by the board of directors shall have authority to set up corporate checking accounts with his or her own social security number as temporary tax identification number, and to endorse, cash, deposit and negotiate checks, cash and negotiable instruments on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Daws of January

Christian D. Brown

STATE OF IDAHO ) 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.

WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this

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