

FILED EFFECTIVE

STATEMENT OF CONVERSION OF

WRY Ventures, LLC
an Idaho limited liability company

08 AUG 15 AM 11:41

SECRETARY OF STATE
STATE OF IDAHO


INTO

WRY Ventures, Inc.
an Idaho corporation

1. **Name, Jurisdiction, and Type of Converting Entity.** The converting entity is WRY Ventures, LLC, an Idaho limited liability company.
2. **Name, Jurisdiction, and Type of Converted Entity.** The converted entity is WRY Ventures, Inc., an Idaho corporation.
3. **Effective Date.** This conversion shall be effective as of August 15, 2008, or upon the filing hereof by the Secretary of State if such filing occurs after August 15, 2008.
4. **Approvals.** This conversion has been duly adopted, approved, and executed by the members of the Converting Entity in accordance with the applicable provisions Part 4 of the Idaho Entity Transactions Act, Idaho Code Section 30-18-101, *et. seq.*
5. **Public Organic Document.** A true and correct copy of the Articles of Incorporation of the Converted Entity, WRY Ventures, Inc. is attached hereto as Exhibit A.

DATED and effective as August 15, 2008.

WRY Ventures, LLC


Michael E. Rainey, Member

IDAHO SECRETARY OF STATE
08/15/2008 05:00
CK: 2056 CT: 220857 BH: 1131850
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W76546



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.

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SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

WRY Ventures, Inc.

Article 2: The number of shares the corporation is authorized to issue: 100,000

Article 3: The street address of the registered office is: 4937 Collister Drive, Boise, Idaho 83703

and the name of the registered agent at such address is: Michael E. Rainey

Article 4: The name of the incorporator is: Michael E. Rainey

and address of the incorporator is: 4937 Collister Drive, Boise, Idaho 83703

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

4937 Collister Drive, Boise, Idaho 83703

Optional Articles:

Article 6: These Articles of Incorporation are filed in order to establish WRY Ventures, Inc., which is the converted entity of WRY Ventures, LLC, pursuant to the Statement of Conversion of WRY Ventures, LLC, dated August 15, 2008, in accordance with the terms of the Idaho Entity Transactions Act, Idaho Code Section 30-18-101 et seq.

Article 7: These Articles of Incorporation shall become effective as of August 15, 2008, or upon the effective date of the Statement of Conversion of WRY Ventures, LLC, if such effective date is after August 15, 2008.

Signature of at least one incorporator:

[Signature]

Typed Name: Michael E. Rainey

Typed Name: _____

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Idaho Secretary of State
Revised 08/2008

IDAHO SECRETARY OF STATE
08/15/2008 05:00
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Web Form

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