

104094

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

THOMAS F. PROHASKA, ESQUIRE, CHARTERED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: November 23, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Amy Seibel*

Nov 18 9 43 AM '93  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
THOMAS F. PROHASKA, ESQUIRE, & CHARTERED

Prepared by:  
The Prohaska Law Firm, P.A.  
P.O. Box 2050  
Sandpoint, Idaho 83864  
(208) 265-4506

ARTICLES OF INCORPORATION  
OF  
THOMAS F. PROHASKA, ESQUIRE, CHARTERED

Nov 23 9 30 AM '93  
SECRETARY OF STATE

The undersigned, acting as Incorporator of a professional corporation under the Idaho Professional Service Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

NAME OF CORPORATION

The name of the corporation shall be "THOMAS F. PROHASKA, ESQUIRE, CHARTERED

ARTICLE TWO

PERIOD OF DURATION

The period of duration of the corporation shall be perpetual.

ARTICLE THREE

CORPORATE PURPOSES

The purposes for which the professional corporation is organized shall be to practice law, render any and all professional services which can be rendered by an attorney within the purview of his profession, render any and all allied professional services permitted by law and transact any and all lawful business for which a professional corporation may be incorporated under the Idaho Professional Service Corporation Act.

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ARTICLES OF INCORPORATION  
THOMAS F. PROHASKA, ESQUIRE, P.C. 1

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## ARTICLE FOUR

### AUTHORIZED SHARES OF STOCK

The aggregate number of shares of corporate stock which the corporation shall have authority to issue shall be One Thousand (1,000) shares. All of such shares of corporate stock shall have a par value of One (\$1.00) Dollar per share.

## ARTICLE FIVE

### NO PREEMPTIVE RIGHTS

There shall be no provisions granting preemptive rights to any class of stock or any stockholder.

## ARTICLE SIX

### BYLAWS REGULATE INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the organization shall be set forth in the Bylaws of the corporation.

## ARTICLE SEVEN

### REGISTERED OFFICE AND AGENT

The name and address of the initial registered office of the corporation shall be THOMAS F. PROHASKA, ESQUIRE, P.C., 1621 North Third Street, Coeur d'Alene, Idaho 83814. The name and street address of the initial registered agent of the corporation shall be Thomas F. Prohaska, 1621 North Third Street, Coeur d'Alene, Idaho 83814.

The mailing address of the initial registered agent and of the registered office of the corporation shall be THOMAS F. PROHASKA, ESQUIRE, P.C., P.O. Box 2226, Coeur d'Alene, Idaho 83814.

ARTICLES OF INCORPORATION

THOMAS F. PROHASKA, ESQUIRE, P.C. 2

## ARTICLE EIGHT

### CORPORATE DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation shall be one (1), and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until his successors are elected and shall qualify is:

Name	Address
THOMAS F. PROHASKA	P.O. Box 2226, Coeur d'Alene, Idaho 83814.

## ARTICLE NINE

### INCORPORATOR

The name and address of the initial incorporator is:

Name	Address
THOMAS F. PROHASKA	P.O. Box 2226, Coeur d'Alene, Idaho 83814.

The initial incorporator is a licensed member of the Idaho State Bar who is in good standing.

## ARTICLE TEN


### LIMITATION ON LIABILITY

A Director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a Director. However, such elimination of liability shall be subject to the terms of Idaho Code Section 30-1-54(2).

## ARTICLES OF INCORPORATION

THOMAS F. PROHASKA, ESQUIRE, P.C. 3

These Articles of Incorporation of THOMAS F. PROHASKA, ESQUIRE, P.C.  
shall be and are hereby adopted on this 16 day of November, in the year  
1993.

  
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THOMAS F. PROHASKA  
Incorporator