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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
TRINDERA-IDAHO, INC.**

The undersigned, being over the age of eighteen (18), acting as incorporator of a Corporation under the Idaho Business Corporation Act, Title 30, Chapter 1 of the Idaho Code, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I

NAME

The name of the Corporation shall be:

TRINDERA-IDAHO, INC.

ARTICLE II

PURPOSE

The purpose or purposes for which the Corporation is organized are to transact all lawful business for which corporations may be organized under the Business Corporation Act of the State of Idaho.

ARTICLE III

DURATION

The period of duration of the Corporation shall be perpetual.

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IDAHO SECRETARY OF STATE
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ARTICLE IV

SHARES

The total authorized stock of the Corporation is 10,000 shares of common stock, having a par value of \$0.00 per share. The Corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge, transfer and dispose of its own shares, to the extent of both its unrestricted and unreserved capital surplus.

ARTICLE V

NON-CUMULATIVE VOTING

Each shareholder entitled to vote at any election for Directors shall have the right to vote, in person or by proxy, only the number of shares owned by him/her for as many persons as there are Directors to be elected and for whose election s/he has a right to vote, and no shareholder shall be entitled to cumulate his/her votes as provided by Idaho Code §30-1-728(2).

ARTICLE VI

PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have no preemptive right, by virtue of Idaho Code §30-1-630, to buy, purchase or acquire stock issued or to be issued by the Corporation.

ARTICLE VII

REGISTERED OFFICE

The address of the initial registered office is 1875 N. Lakewood Dr., Ste 201, Coeur d'Alene, Idaho 83814. The initial registered agent at that address is Terry M. Stulc.

ARTICLE VIII

DIRECTORS

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the Directors shall be prescribed in the Bylaws, but the number of first Directors shall be two (2) unless the number of shareholders shall be less than two, in which event the number of the first Directors may be equal to the number of shareholders, and they shall serve until the first annual meeting of shareholders or until their successors are elected and qualified; the names and post office addresses of the first Director is as follows:

<u>Name</u>	<u>Address</u>
Terry M. Stulc	1875 N. Lakewood Drive Ste. 201 Coeur d'Alene, ID 83814

ARTICLE IX

BYLAWS

The initial Bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors. The Bylaws may contain any provisions for the regulations and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE X

INTERESTED CONTRACTS

The Corporation may enter into contracts and otherwise transact business as vender, purchaser, or otherwise, with its Directors, officers, and shareholders and with Corporations, associations, firms, and entities in which they are or may be or become interested as Directors, officers, shareholders, members, or otherwise, as freely as though such adverse interests did not exist, even though the vote, action, or presence of such Director, officer, or shareholder may be necessary to obligate the Corporation upon such contracts or transactions; and in the absence of fraud, no such contract or transaction shall be avoided and no such Director, officer, or shareholder shall be held liable to account to the Corporation, by reason of such adverse interests or by reason of any fiduciary relationship to the Corporation arising out of such office or stock ownership, for any profit or benefit realized by him/her through any such contract or transaction; provided that in the case of Directors and officers of the Corporation (but not in the case of shareholders who are not Directors or officers), the nature of the interest of such Director or officer, though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the Corporation, at the meeting thereof at which such contract or transaction is authorized or confirmed. A general notice that a Director or officer of the Corporation is interested in any Corporation, association, firm, or entity shall be sufficient disclosure as to such Director or officer with respect to all contracts and transactions with that Corporation, association, firm, or entity.

INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

ARTICLE XII

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