

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
FOR
NRSP MANAGEMENT, INC.
(a Idaho Corporation)**

2010 DEC 28 PM 4: 00

SECRETARY OF STATE
STATE OF IDAHO

ARTICLE ONE

The name of the corporation is NRSP Management, Inc. (the "Corporation").

ARTICLE TWO

The total number of shares of stock which the Corporation shall have authority to issue is one million (1,000,000) shares of Common Stock.

ARTICLE THREE

The street address of the initial registered office of the Corporation is 3837 N. Green Valley Way, Eagle, ID 83616-2664, and the name of its initial registered agent at such address is Matthew D. Hutcheson.

ARTICLE FOUR

The name and address of the incorporator is Monty W. Walker, 813 8th Street, Suite # 550, Wichita Falls, TX 76301-3318.

ARTICLE FIVE

The mailing address of the Corporation is 3837 N. Green Valley Way, Eagle, ID 83616-2664.

ARTICLE SIX

The period of duration of the Corporation is perpetual.

IDAHO SECRETARY OF STATE
12/28/2010 05:00
CK: 572867 CT: 172899 BH: 1252780
1 @ 100.00 = 100.00 CORP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

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ARTICLE SEVEN

The Corporation is organized for the purpose of engaging in the transaction of any and all lawful activity and/or business for which corporations may be organized under the provisions of Title 30, Chapter 1, of the Idaho Code, as amended (the "Code").

ARTICLE EIGHT

Nothing contained in these Articles of Incorporation shall prohibit or impair the Corporation's power and authority to contractually grant preferential rights to purchase or subscribe for shares of any class of stock of the Corporation or any notes, debentures, bonds or securities convertible into or carrying options, warrants or rights to purchase shares of any class, as the Board of Directors, at its discretion, from time to time may grant and at such price as the Board of Directors, at its discretion, may fix.

ARTICLE NINE

The Corporation shall indemnify each person who is or was a director of the Corporation to the fullest extent permissible under applicable Idaho law and any successor statutes under the Code. The Board of Directors of the Corporation, in its sole discretion, shall have the power, on behalf of the Corporation, to indemnify such other persons for whom indemnification is permitted by such provisions of the Code, to the fullest extent permissible thereunder, and may purchase such liability indemnification and/or other similar insurance as the Board of Directors from time to time shall deem necessary or appropriate, in its sole discretion.

The Corporation may purchase and maintain liability, indemnification and/or similar insurance on behalf of itself, and/or for any person who is or was a director, officer, employee or agent of the Corporation or who is or was serving at the request of the Corporation as a director, officer, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise, against any liability asserted against and/or incurred by the Corporation or person serving in such a capacity or arising out of his/her/its status as such a person or entity, whether or not the Corporation would otherwise have the power to indemnify such person against that liability.

The power to indemnify and/or obtain insurance provided in this Article Nine shall be cumulative of any other power of the Board of Directors and/or any rights to which such a person or entity may be entitled by law, the Articles of Incorporation and/or Bylaws of the Corporation, contract, other agreement, vote or otherwise.

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ARTICLE TEN

No contract or other transaction between the Corporation and any person, firm, association or corporation and no act of the Corporation, shall, in the absence of fraud, be invalidated or in any way affected by the fact that any of the directors of the Corporation is pecuniarily or otherwise interested, directly or indirectly, in such contract, transaction or act, or is related to or interested in such person, firm, association or corporation as a director, shareholder, officer, employee, member or otherwise. Any director so interested or related who is present at any meeting of the Board of Directors or committee of directors at which action on any such contract, transaction or act is taken may be counted in determining the presence of a quorum at such meeting and the vote at such meeting of any such director may be counted in determining the approval of any such contract, transaction or act. No director so interested or related shall, because of such interest or relationship, be disqualified from holding his office or be liable to the Corporation or to any shareholder or creditor thereof for any loss incurred by the Corporation under or by reason of such contract, transaction or act, or be accountable for any gains or profits he may have realized therein.

ARTICLE ELEVEN

No member of the Board of Directors of the Corporation shall be liable, personally or otherwise, in any way to the Corporation or its shareholders for monetary damages caused in any way by an act or omission occurring in the director's capacity as a director of the Corporation, except as otherwise expressly provided by applicable Idaho law.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this the 28th day of December 2010.


Monty W. Walker, Incorporator
813 8th Street, Suite # 550
Wichita Falls, TX 76301-3318