

ARTICLES OF INCORPORATION
OF
JKTL HOLDINGS, INC.

For Office Use Only

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The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE 1
NAME

The name of this corporation is JKTL Holdings, Inc. (the "Corporation").

ARTICLE 2
DURATION

The period of duration of this Corporation is perpetual.

ARTICLE 3
PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful business which a corporation may lawfully conduct under the laws of Idaho or any other jurisdiction where it may choose to do business.

ARTICLE 4
CAPITAL STOCK

The total authorized number of shares of this Corporation is 200,000 shares, which shall consist of a single class of common stock, no par value.

ARTICLE 5
NO PREEMPTIVE RIGHTS

Except as may otherwise be provided by the Board of Directors, no holder of any shares of this Corporation shall have, solely by reason of being a shareholder, any preemptive or preferential right or subscription right to any stock of this Corporation or to otherwise acquire any securities of this Corporation of any class or kind now or hereafter authorized.

ARTICLE 6
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is: 1555 W. Shoreline Drive, Suite 100, Boise, Idaho 83702. The name of the initial registered agent at that office is C T Corporation System.

**ARTICLE 7
PRINCIPAL PLACE OF BUSINESS**

The address of the principal place of business of this Corporation is: 976 Curlew Dr., Ammon, ID 83406.

**ARTICLE 8
BOARD OF DIRECTORS**

The Corporation shall have at least one (1) director, the actual number to be prescribed in the Bylaws. The number of directors may be increased or decreased from time to time by amendment of the Bylaws, but no decrease shall have the effect of shortening the term of any incumbent director.

**ARTICLE 9
RESERVED RIGHTS**

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation in any manner now or hereafter prescribed or as permitted by statute. All rights of shareholders of this Corporation are granted subject to this reservation.

**ARTICLE 10
NO CUMULATIVE VOTING**

Shareholders of this Corporation shall not have the right to cumulate votes for the election of directors.

**ARTICLE 11
LIMITATION ON DIRECTOR LIABILITY**

The personal liability of a director to this Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director is eliminated, except for any liability (i) for any breach of the director's duty of loyalty to this Corporation or its shareholders; (ii) for any act or omission not in good faith or which involves intentional misconduct or a knowing violation of law; (iii) under Section 30-1-48 of the Idaho Code; or (iv) for any transaction from which the director derived an improper personal benefit. If the Idaho Business Corporation Act is amended to authorize broader elimination or limitation of liability as a director, then in addition to the foregoing elimination of liability, upon the effective date of such amendment the liability of a director without further act shall also be eliminated and limited to such broader extent to the fullest extent not prohibited by the Idaho Business Corporation Act, as amended. The provisions of this Article shall be deemed to be a contract with each director of this Corporation who serves as such at any time while such provisions are in effect, and each such director shall be deemed to be serving as such in reliance on the provisions of this Article. No repeal or amendment of these Articles of Incorporation shall adversely affect any right or any elimination or limitation of liability of a director existing at the time of the repeal or amendment.

ARTICLE 12 INDEMNIFICATION OF DIRECTORS

To the fullest extent permitted by Idaho law as now or hereafter in effect, this Corporation is authorized to indemnify any director of this Corporation. The Board of Directors shall be entitled to determine the terms of such indemnification, including advance of expenses, and to give effect thereto through the adoption of Bylaws, approval of agreement or by any other manner approved by the Board of Directors. Any amendment to or repeal of this Article shall not adversely affect any right of a director of this Corporation hereunder with respect to any right to indemnification that arises prior to such amendment or repeal.

ARTICLE 13 INCORPORATOR

The name and address of the incorporator is:

Name

Address

Stephen D. Hall

976 Curlew Dr.
Ammon, ID 83406

IN WITNESS WHEREOF the undersigned incorporator hereby declares that he has examined the foregoing and, to the best of his knowledge and belief, it is true, correct and complete.

DATED December ⁹ __, 2022.

DocuSigned by:

Stephen D. Hall

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Stephen D. Hall
Incorporator

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