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Suite 1400, 101 S. Capitol Blvd.
Boise, Idaho 83702

10 JUL 26 PM 2:13

SECRETARY OF STATE
STATE OF IDAHO

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

RUBICO, INC.

The undersigned, Brent Ross, hereby certifies that he is, and at all times herein mentioned has been, the President of Rubico, Inc., an Idaho corporation (the "Corporation"), and further certifies that:

1. By actions taken by the Board of Directors and the Shareholders of the Corporation, the amendment and restatement set forth below to the Corporation's Articles of Incorporation is duly adopted by the Board of Directors and the Shareholders of the Corporation.

2. The Articles of Incorporation of this Corporation are amended and restated in their entirety in accordance with Section 30-1-1007 of the Idaho Business Corporation Act (the "Act") to read as follows:

ARTICLE 1

NAME

The name of the Corporation is Rubico, Inc.

ARTICLE 2

PURPOSE

The purpose for which the Corporation is organized is the transaction of any and all business for which corporations may be incorporated under the general corporate laws of the state of Idaho.

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ARTICLE 3

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE 4

CAPITAL STOCK

The Corporation shall issue one class of stock and the aggregate number of shares, no par value, that the Corporation shall have authority to issue is 100,000 shares of common stock.

ARTICLE 5

BOARD OF DIRECTORS

The number of Directors constituting the Board of Directors is four (4). The number of Directors may be increased or decreased from time to time by resolution of the Directors.

ARTICLE 6

BYLAWS

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE 7

REGISTERED AGENT AND REGISTERED OFFICE

The address of the initial registered office of the corporation is 4281 W. Plumrose, Meridian, Idaho 83646, and the name of its initial registered agent at such address is Laura Ross.

ARTICLE 8
MAILING ADDRESS

The mailing address of the Corporation shall be 4281 W. Plumrose Street, Meridian, Idaho 83646.

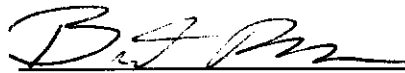
ARTICLE 9
INDEMNIFICATION AND LIMITATION ON LIABILITY

A. Personal Liability. There shall be no personal liability, either direct or indirect, of any Director of the Corporation to the Corporation or its Shareholders for monetary damages for any breach or breaches of fiduciary duty as a Director; except that this provision shall not eliminate the liability of a Director to the Corporation or to its Shareholders for monetary damages for any breach, act, omission or transaction as to which the Act (as in effect from time to time) prohibits expressly the elimination of liability. This provision shall not limit the rights of directors of the Corporation for indemnification or other assistance from the Corporation. Any repeal or modification of the foregoing provisions of this Article by the shareholders of the Corporation, or any repeal or modification of the Act which permits the elimination of liability of directors by this Article, shall not affect adversely any elimination of liability, right, or protection of a Director of the Corporation with respect to any breach, act, omission, or transaction of such Director occurring prior to the time of such repeal or modification.

B. Indemnification. In addition to the other powers now or hereafter conferred upon the Corporation by these Amended and Restated Articles of Incorporation, the Act or otherwise, the Corporation shall possess and may exercise all powers to indemnify directors, officers, employees, fiduciaries, and other persons and all powers whatsoever incidental thereto (including, without limitation, the power to

advance expenses and the power to purchase and maintain insurance with respect thereto), to the full extent permitted by Idaho law as now in effect and as amended from time to time. The Board of Directors is hereby authorized on behalf of the Corporation, and without Shareholder action, to exercise all of the Corporation's powers of indemnification, whether by provision in the Bylaws of the Corporation or otherwise.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Incorporation effective as of the 30th day of June, 2010.

A handwritten signature in dark ink, appearing to read "Brent Ross", is written over a horizontal line.

Brent Ross, President

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