

FILED/EFFECTIVE

**ARTICLES OF INCORPORATION
OF
BADGER, INC.**

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STATE OF IDAHO

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

FIRST: The name of the corporation is BADGER, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The corporation shall have authority to issue 10,000 shares of common stock, all of one class, with no par value.

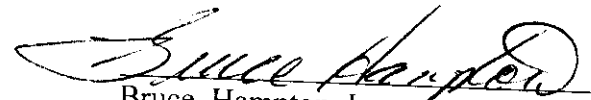
FIFTH: The address of the corporation's initial registered office is 1646 S. Woodruff Ave., Idaho Falls, ID 83404 and the name of its initial registered agent at that address is Bruce Hampton.

SIXTH: The number of directors constituting its initial board of directors is three, whose names and addresses are:

Bruce Hampton

SEVENTH: The name and address of each incorporator is:

Bruce Hampton
1646 S. Woodruff
Idaho Falls, Idaho 83404


Bruce, Hampton, Incorporator