

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF
BLOOM CAPITAL CORPORATION**

2014 MAR 11 PM 2:47
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator, hereby executes these Articles of Incorporation for the purposes of forming a corporation under Chapter 1, Title 30 of the Idaho Code, the Idaho Business Corporation Act ("IBCA"), adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be Bloom Capital Corporation.

**ARTICLE II
PURPOSE AND EXISTENCE**

The corporation shall have perpetual existence, and the purpose for which the corporation is formed is to engage in such activities or businesses as may be authorized or permitted by the IBCA.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the corporation in the State of Idaho is 921 S. Orchard St., Suite G, Boise, Idaho 83705; and the name of its registered agent such address is CT Corporation System.

**ARTICLE IV
CAPITALIZATION**

The corporation has the authority to issue 1,000 shares, no par value per share, all of which shall be common voting shares.

**ARTICLE V
BOARD OF DIRECTORS**

Section 5.1 All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its Board of Directors.

Section 5.2 The number of directors constituting the Board of Directors shall be determined in the manner specified in the Bylaws.

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**ARTICLE VI
AMENDMENT OF BYLAWS**

The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the corporation. The shareholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the corporation.

**ARTICLE VII
AMENDMENT OF ARTICLES**

This corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation in any manner now or hereafter permitted by law, and the rights of the shareholders of this corporation are granted subject to this reservation.

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator are:

<u>Name:</u>	<u>Address</u>
Paul M. Boyd	c/o Stoel Rives LLP 101 S. Capitol Blvd., Suite 1900 Boise, Idaho 83702

**ARTICLE IX
LIMITATION ON LIABILITY**

To the full extent permitted by Idaho law as presently or hereafter in effect, no director of the corporation shall be personally liable to the corporation or its shareholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the corporation. No amendment to or repeal of this Article IX shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to the effective date of such amendment or repeal.

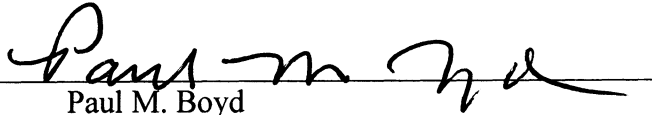
**ARTICLE X
INDEMNIFICATION**

Each person who is or was or had agreed to become a director, officer, employee or agent of the corporation (including the heirs, executors, administrators or estate of such person), shall be indemnified by the corporation to the full extent permitted by Idaho law as presently or hereafter in effect. Without limiting the generality or effect of the foregoing, the corporation may enter into one or more agreements with any person which provide for indemnification greater or different than that provided in this Article X. No amendment to or repeal of this Article X shall apply to or have any effect on the right to indemnification permitted or authorized

hereunder for or with respect to any acts or omissions of such director, officer, employee or agent occurring prior to the effective date of such amendment or repeal.

* * *

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in duplicate this 11th day of March, 2014.



Paul M. Boyd
Incorporator