

FILED EFFECTIVE

STATEMENT OF DOMESTICATION  
OF  
TIPPETTS, INCORPORATED

08 MAY 14 AM 9:27  
SECRETARY OF STATE  
STATE OF IDAHO

I, THE UNDERSIGNED natural person of the age of twenty-one years or more, acting as Director of a corporation under the Idaho Entity Transactions Act, Chapter 18, file this Statement of Domestication:

DOMESTICATION

WHEREAS, on January 13, 1997, Tippetts, Incorporated, a Utah corporation, initially filed with the State of Idaho as a foreign entity and was assigned Organizational ID / Filing Number C117867; and

WHEREAS, Director herein desires that TIPPETTS, INCORPORATED, be converted from a Idaho foreign entity to a Idaho domestic entity; and

WHEREAS, this domestication is approved by the State of Utah in accordance with its laws;

WHEREAS, the name of the entity immediately prior to filing this Statement of Domestication and attached Articles of Incorporation was TIPPETTS, INCORPORATED; and

WHEREAS, Director herein desires that the entity shall be henceforth known after its domestication as TIPPETTS, INCORPORATED; and

WHEREAS, the effective date of domestication of the new entity shall be immediately.

THEREFORE, Director submits this Statement of Domestication, with the attached Articles of Incorporation to be filed by the State of Idaho and that TIPPETTS, INCORPORATED be recognized as an Idaho domestic corporation.

IN WITNESS WHEREOF, the Director has hereunto set his hand this 10<sup>th</sup> day of May, 2008.

LeVell Tippetts  
LeVell Tippetts, President

IDAHO SECRETARY OF STATE  
05/14/2008 05:00  
CK: 5381 CT: 98311 RH: 1114978  
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C117867

ARTICLES OF INCORPORATION  
OF  
TIPPETTS, INCORPORATED

FILED EFFECTIVE

08 MAY 14 PM 8:27

I, THE UNDERSIGNED natural person of the age of twenty-one years or more, acting as Director of a corporation under the Idaho Entity Transactions Act, Chapter 30, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I**  
**CORPORATE NAME**

1.01 The name of this corporation is:

TIPPETTS, INCORPORATED

**ARTICLE II**  
**TIME OF DURATION**

2.01 The Corporation shall continue perpetually, unless otherwise dissolved by legal proceedings or the terms of the Bylaws and Minutes.

**ARTICLE III**  
**PURPOSE**

The purpose or purposes for which this corporation is organized are:

3.01 Property Management.

3.02 To enter into, make, perform or carry out contracts of every kind and nature.

3.03 To do any and all such other acts, things, businesses or business of any kind and nature connected with, necessary or incidental, convenient or auxiliary to any of the above named objectives or those hereinafter enumerated or calculated directly or indirectly to promote the interest of the Corporation, and in carrying on its purposes for the purpose of obtaining and furthering any business and to do any and all acts, things or to exercise any and all other powers which are not now or hereafter forbidden by law or by these Articles of Incorporation.

3.04 Engage in any lawful act or activity for which corporations may be organized under the Idaho Corporations Act.

3.05 The foregoing clauses shall be construed as specific purposes and powers and shall not limit or restrict in any manner the general powers of the corporation as conferred by the laws of the State of Idaho, it being the intention and purpose of this Article that each paragraph of this Article be regarded as an independent purpose and power.

ARTICLES OF INCORPORATION

SECRETARY OF STATE  
~~ARTICLE IV~~  
**CAPITAL STOCK**

4.01 The aggregate number of shares which the Corporation shall be authorized to issue shall be 1,000 shares. All of such shares are \$0.00 par value.

4.02 Common Stock: The common stock have unlimited voting rights as provided in the Idaho Corporation Act and shall be entitled to receive the net assets of the corporation upon dissolution.

4.03 Voting Rights: Except as otherwise expressly provided by law or in this Article IV, each outstanding share of common stock shall be entitled to one (1) vote on each matter to be voted on by the shareholders of the corporation.

4.04 Dividends: Dividends may be paid on the outstanding shares of common stock as and when declared by the Board of Directors, out of funds legally available therefore.

4.05 Residual Rights: All rights accruing to the outstanding shares of the corporation not expressly provided for to the contrary herein or in the corporation's bylaws or in any amendment hereto or thereto shall be vested in the common stock.

**ARTICLE V**  
**INITIAL OFFICE AND AGENT**

The name of its principal registered agent is LeVell Tippetts and the address of this corporation's initial registered office, and mailing address, is 1545 S. 2400 E., Preston, Idaho 83263.

**ARTICLE VI**  
**INITIAL DIRECTORS**

6.01 The number of Directors constituting the initial Board of Directors of this corporation is one (1). The names and addresses of persons who are to serve as Directors until the first annual meeting of stockholders, or until their successors are elected and qualified under the procedures of the Bylaws, are:

LeVell Tippetts

1545 S. 2400 E.; Preston, Idaho 83263

05/14/2008 05:00

CK: 5361 CT: 90311 BH: 1114970

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**ARTICLE VII**  
**PRINCIPAL PLACE OF BUSINESS**

7.01 The principal place of business of this Corporation shall be at 1545 S. 2400 E.; Preston, Idaho 83263. The business of this Corporation may be carried on in all counties of the State of Idaho, in all states of the United States, and in all territories thereof, and in all foreign countries as the directors shall determine.

**ARTICLE VIII**  
**BY-LAWS**

8.01 The By-Laws of the Corporation shall be adopted and may be amended and/or repealed by a majority vote of the Board of Directors of the Corporation, subject to any restrictions or limitations imposed by law, or contained in the By-Laws.

**ARTICLE IX**  
**LIABILITY OF STOCKHOLDERS**

9.01 The private property of the stockholders shall not be liable for corporate obligations.

**ARTICLE X**  
**RESTRICTIONS ON TRANSFER OF SHARES**

10.01 The Stock, mentioned in Article IV, shall be subject to restrictions of transfer and alienation according to the rules now in effect and promulgated by the Idaho Securities commission and the Securities Act of 1933 as well as any amendments to either that may be subsequently adopted. All certificates of stock representing shares, either common or preferred, in the corporation shall be marked with the following legend:

THE SHARES REPRESENTED HEREBY HAVE NEITHER BEEN REGISTERED UNDER THE FEDERAL SECURITIES ACT OF 1933 NOR WITH THE UTAH SECURITIES COMMISSION AND ARE SUBJECT TO LIMITATIONS ON RESALE. THESE SECURITIES HAVE BEEN ACQUIRED FOR INVESTMENT PURPOSES ONLY AND MAY NOT BE SOLD OR TRANSFERRED IN THE ABSENCE OF AN EFFECTIVE REGISTRATION STATEMENT FOR THE SHARES OR THE OPINION OF APPROVED COUNSEL PRESENTED TO THE CORPORATION PRIOR TO THE PROPOSED TRANSFER OR ALIENATION THAT REGISTRATION IS NOT REQUIRED UNDER THE ACT AND IS ALSO NOT REQUIRED BY THE UTAH SECURITIES COMMISSION.

**ARTICLE XI**  
**AMENDMENT**

11.01 This Statement may be amended pursuant to the procedures set forth in the Bylaws of the Corporation and as required by law.

**ARTICLE XII**  
**SCOPE OF ARTICLES OF INCORPORATION**

13.01 Except as provided above, all other matters for the operation of corporate affairs shall be provided for in the corporate By-Laws.

IN WITNESS WHEREOF, the Director has hereunto set his hand this 10 day of May, 2008.

ORIGINAL DIRECTOR:

  
\_\_\_\_\_  
LeVell Tippetts, President

**ACCEPTANCE AND VERIFICATION**  
**OF REGISTERED AGENT**

LeVell Tippetts, as the appointed Registered Agent for TIPPETTS, INCORPORATED, does hereby accept the appointment of Registered Agent for said Corporation.

  
\_\_\_\_\_  
LeVell Tippetts