

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION**

**08 JAN 22 AM 9:34**

**OF**

**SECRETARY OF STATE**

**LEE LAW OFFICE, LTD STATE OF IDAHO**

1. Name. The name of the corporation is Lee Law Office, Ltd.
2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be 500, all of which shall be common voting stock.
3. Registered office and agent. The registered office of the corporation is 730 Main Street, P.O. Box 1010, Challis, Idaho, 83226 and its registered agent at that address is G. Michael Lee.
4. Incorporators. The names of the incorporators are G. Michael Lee and Jon Miller Lee, and the incorporators' address is P.O. Box 1010, Challis, Idaho, 83226.
5. Corporate purpose. The purpose for which this corporation is organized is the general practice of law.
6. Board of Directors. 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, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be two, (2), and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
G. Michael Lee	P.O. Box 1010, Challis, Idaho, 83226
Jon Miller Lee	P.O. Box 1010, Challis, Idaho, 83226

7. Board of Directors. 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, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be 2. The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the bylaws, but the number thereof shall never be fewer than two, (2).

8. Voting. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.

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9. Indemnification. The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

10. Limitation of Liability. No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

In witness whereof, we have subscribed these Articles of Incorporation this 16 day of January, 2008.

  
S. MICHAEL LEE, Incorporator

  
JON MILLER LEE, Incorporator