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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF**

Waleli Wellness, Inc.

Pursuant to the Idaho Business Corporation Act (as amended from time to time, the "Act"), the undersigned incorporator adopts the following articles of incorporation:

**ARTICLE I
Name of Corporation**

The name of the corporation is Waleli Wellness, Inc.

**ARTICLE II
Authorized Shares**

The corporation is authorized to issue 100 shares of common stock.

**ARTICLE III
Liability of Directors**

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article III shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Act. No amendment to the Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission that occurs before the effective date of such amendment.

**ARTICLE IV
Registered Office and Agent**

IDAHO SECRETARY OF STATE
11/15/2017 05:00

The street address of the initial registered office of the corporation is 1830 N. Lakes Place, Meridian, Idaho 83646, the mailing address is 1830 N. Lakes Place, Meridian, Idaho 83646, and the name of the initial registered agent of the corporation at that address is Roseshel Garriott.

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ARTICLE V

Address for Notices

The mailing address of the corporation where the Corporation Division may mail notices is 214 E. Producer Drive, Meridian, Idaho 83646.

ARTICLE VI

Incorporator

The name of the incorporator of the corporation is Alex Kincaid Law, whose address is 4401 N. Eagle Road, Suite 102, Boise, Idaho, 83713.

ARTICLE VII

Shareholders' Consent


Any action required or permitted by the Idaho Business Corporation Act to be taken at a shareholders' meeting, may be taken without a meeting if the action is taken, in accordance with the Idaho Business Corporation Act, by shareholders having not less than the minimum numbers of votes that would be necessary to take such action at a meeting at which all shareholders entitled to vote on the action were present and voted.

ARTICLE VIII

Permissive Indemnification

The corporation may indemnify to the fullest extent not prohibited by law any person who is made, or threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative or other (including an action, suit, or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director, officer, employee, or agent of the corporation or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the corporation, or served at the request of the corporation as a director, officer, employee, or agent, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust, or other enterprise. This article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors, officers, employees, agents, and fiduciaries included in any statute, by-law, agreement, general or specific action of the board of directors, vote of shareholders, or other document or arrangement.

DATED: Nov. 15, 2017.



Alexandria Kincaid
Alex Kincaid Law,
Incorporator

Person to contact about this filing: Alexandria Kincaid
Daytime Telephone: 208-345-6308