



# ARTICLES OF INCORPORATION

(General Business)

(Instructions on back of application)

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

2014 JAN 14 AM 8:57

SECRETARY OF STATE  
STATE OF IDAHO

**Article 1:** The name of the corporation shall be:

ABACUS BUSINESS SERVICES INC.

**Article 2:** The number of shares the corporation is authorized to issue: 10,000

**Article 3:** The street address of the registered office is: 251 SO MAIN ST STE 200, KETCHUM, ID

and the name of the registered agent at such address is: DIANE VICKERY

**Article 4:** The name of the incorporator is: DIANE VICKERY

and address of the incorporator is: 251 SO MAIN ST STE 200, KETCHUM, ID 83340

**Article 5:** The mailing address of the corporation shall be:

PO BOX 3573, KETCHUM, IDAHO 83340

**Optional Articles:**

ARTICLE 6: BOARD OF DIRECTORS (SEE ATTACHED)

ARTICLE 7: CORPORATE PURPOSE (SEE ATTACHED)

ARTICLE 8: PREEMPTIVE RIGHTS (SEE ATTACHED)

ARTICLE 9: LIMITATIONS OF LIABILITY (SEE ATTACHED)

Signature of at least one incorporator:

DIANE VICKERY

Typed Name: DIANE VICKERY

Typed Name: \_\_\_\_\_

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 06/2006

Web Form

**ARTICLES OF INCORPORATION  
OF  
ABACUS BUSINESS SERVICES INC**

2014 JAN 14 AM 8:57  
SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLE 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, it's 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 one (1) and the name and address of the person to serve as director until the first annual meeting of shareholders or until their successors are elected and qualified is:

**NAME:**

**ADDRESS:**

DIANE VICKERY

PO BOX 3573, KETCHUM, ID 83340

**ARTICLE 7: Corporate Purpose:** The purpose for which this corporation is organized is the transaction of any and all lawful business for which such corporations may be incorporated under the Idaho Business Corporation Act. The primary purpose for which this corporation is organized is for retail sales of pets and pet supplies.

**ARTICLE 8: Preemptive Rights:** The corporation elects to have preemptive rights.

**ARTICLE 9: Limitation of Liability:** No director shall be liable to the corporation or it's shareholders 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 professional corporation or the shareholders;
- (iii) a violation of § 30-1-833, Idaho Code; or
- (iv) an intentional violation of criminal law.