

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SCOTTEVEST, INC.

FILED EFFECTIVE

11 APR 18 PM 12:30

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, Scott E. Jordan, hereby certifies that he is, and at all times herein mentioned has been, the Chief Executive Officer of SCOTTEVEST, INC., an Idaho corporation (the "Corporation"), and further certifies that:

1. The amendment and restatement set forth below to the Corporation's Articles of Incorporation was duly adopted by the Board of Directors and the Shareholders of the Corporation by unanimous consent without a meeting on April 6, 2011.

2. The Articles of Incorporation of this Corporation are amended and restated in their entirety in accordance with Section 30-1-1007 of the Idaho Business Corporation Act (the "Act") to read as follows:

ARTICLE 1

NAME

The name of the Corporation is SCOTTEVEST, INC.

ARTICLE 2

PURPOSE

The purpose for which the Corporation is organized is the transaction of any and all business for which corporations may be incorporated under the general corporate laws of the state of Idaho.

ARTICLE 3

DURATION

The duration of the Corporation shall be perpetual.

IDAHO SECRETARY OF STATE
04/19/2011 05:00
CK: 2543 CT: 159456 BH: 1269802
1 @ 38.00 = 38.00 AMEND PROF # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

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ARTICLE 4
CAPITAL STOCK

A. Authorized Capitalization. The total number of shares of all classes of stock that the Corporation shall have authority to issue is 100,000,000 shares of common stock having no par value ("Common Stock").

B. Voting Rights. The holders of shares of Common Stock shall be entitled to one vote per share at each meeting of the shareholders of the Corporation and on all matters coming before the Shareholders of the Corporation, except as otherwise provided by law.

ARTICLE 5
BOARD OF DIRECTORS

The number of Directors constituting the Board of Directors shall be at least one (1) but not more than seven (7) as determined from time to time by the Board of Directors.

ARTICLE 6
BYLAWS

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE 7
REGISTERED AGENT AND REGISTERED OFFICE

The name of the registered agent and address of the registered office of the Corporation are:

Registered Agent	Registered Office
Scott E. Jordan	141 Bordeaux Street Ketchum, Idaho 83340-2626

ARTICLE 8

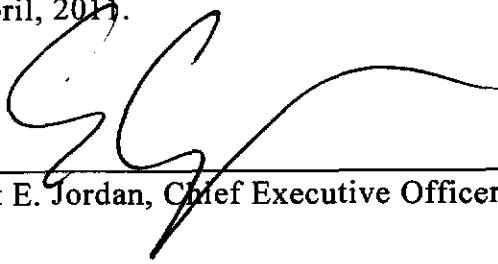
INDEMNIFICATION AND LIMITATION ON LIABILITY

A. **Personal Liability.** There shall be no personal liability, either direct or indirect, of any Director of the Corporation to the Corporation or its Shareholders for monetary damages for any breach or breaches of fiduciary duty as a Director; except that this provision shall not eliminate the liability of a Director to the Corporation or to its Shareholders for monetary damages for any breach, act, omission or transaction as to which the Act (as in effect from time to time) prohibits expressly the elimination of liability. This provision shall not limit the rights of directors of the Corporation for indemnification or other assistance from the Corporation. Any repeal or modification of the foregoing provisions of this Article by the Shareholders of the Corporation, or any repeal or modification of the Act which permits the elimination of liability of directors by this Article, shall not affect adversely any elimination of liability, right, or protection of a Director of the Corporation with respect to any breach, act, omission, or transaction of such Director occurring prior to the time of such repeal or modification.

B. **Indemnification.** In addition to the other powers now or hereafter conferred upon the Corporation by these Amended and Restated Articles of Incorporation, the Act or otherwise, the Corporation shall indemnify directors, officers, employees, fiduciaries, and other persons and all shall possess all powers whatsoever incidental thereto (including, without limitation, the power to advance expenses and the power to

purchase and maintain insurance with respect thereto), to the full extent permitted by Idaho law as now in effect and as amended from time to time.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Incorporation effective as of the 6th day of April, 2011.



Scott E. Jordan, Chief Executive Officer