

ARTICLES OF INCORPORATION  
OF  
BCC INVESTMENT HOLDINGS INC.

*For Office Use Only*

**-FILED-**

File #: 0004590322

Date Filed: 1/20/2022 1:36:00 PM

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following articles of incorporation, to-wit:

I.

NAME

The name of this corporation shall be BCC Investment Holdings Inc.

II.

PURPOSES

The purposes for which this corporation is formed are to engage in various businesses, own property, enter into contracts, and carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objectives of the corporation, and to do every other act and thing incidental to such purposes that is not prohibited by the laws of the State of Idaho or by these articles of incorporation.

III.

DURATION

The period of existence and duration of this corporation shall be perpetual.

IV.

REGISTERED OFFICE

The initial location of the principal place of business and registered office of the corporation shall be 1087 West River Street, Suite No. 230, Boise, Idaho, and the mailing

address shall be 1087 West River Street, Suite No. 230, Boise, Idaho 83702. The name of the initial registered agent at the above address shall be Gary R. Bermensolo.

V.

CAPITAL STOCK

Its capital stock shall consist of three thousand (3,000) shares of common stock with no par value.

VI.

INCORPORATORS

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

NAME	POST OFFICE ADDRESS	NO. OF SHARES
Gerald Condon	612 Santa Rosa Avenue Berkeley, California 94707	1,000
Travis Capson	928 West Vermillion Drive Kanab, Utah 84741	1,000
Gary R. Bernemsolo	1087 West River Street, Ste. #230 Boise, Idaho 83702	1,000

VII.

GOVERNING BODY

The governing body of the corporation shall consist of a board of three directors, who shall be elected annually as provided by the by-laws. The number of the board of directors may be changed from time to time as prescribed by the by-laws, but shall be not less than one nor more than five. The names and post office addresses of those who are selected to act as directors until the first annual election are as follows:

NAME	POST OFFICE ADDRESS
Gerald Condon	612 Santa Rosa Avenue Berkeley, California 94707
Travis Capson	928 West Vermillion Drive Kanab, Utah 84741
Gary R. Bernemsolo	1087 West River Street, Ste. #230 Boise, Idaho 83702

VIII.

ELIMINATION OF PERSONAL LIABILITY OF DIRECTORS

The directors of this corporation are not liable to the corporation or to its shareholders for monetary damages for any action taken, or failure to take any action, as a director, except liability for the following:

- (1) The amount of a financial benefit received by a director to which he is not entitled;
- (2) An intentional infliction of harm on the corporation or the shareholders;
- (3) A violation of Idaho Code § 30-29-832, or
- (4) An intentional violation of criminal law.

IX.

INDEMNIFICATION OF DIRECTORS AND OFFICERS

The corporation shall indemnify and hold harmless each director for liability as provided in Idaho Code § 30-29-851.

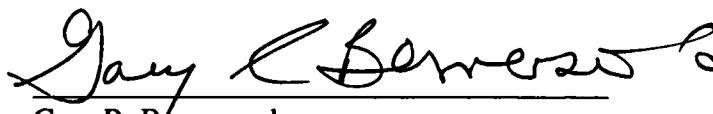
X.

POWERS OF THE BOARD OF DIRECTORS

In addition to other powers, the board of directors is authorized to make, alter or amend the by-laws of the corporation, to fix the amount of capital stock to be reserved as working capital or treasury stock, over and above its capital stock paid in, and to authorize and cause to be executed mortgages, liens or other encumbrances on the real and personal property of the corporation.

The undersigned, being an incorporator of the corporation, for the purpose of forming a corporation to do business within the State of Idaho, and pursuant to the laws of the State of Idaho, makes and files these articles of incorporation and respectively agrees to take the number of shares of stock hereinbefore set opposite his name.

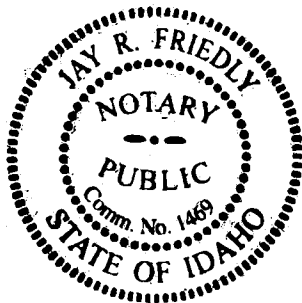
IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 18<sup>th</sup> day of January, 2022.

  
Gary R. Bermensolo  
Incorporator

STATE OF IDAHO,                     )  
   ) ss.  
COUNTY OF ELMORE )

On this 18<sup>th</sup> day of January, 2022, before me, the undersigned, a Notary Public in and for said State, personally appeared Gary R. Bermensolo, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.



Jay R. Friedly  
Notary Public for Idaho,  
Residing at: Mtn. Home, Idaho  
My commission expires: 5-29-2027