



CERTIFICATE OF INCORPORATION  
OF

RAINBOW, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

RAINBOW, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated February 21, 19 80.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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ARTICLES OF INCORPORATION

STATE

OF

RAINBOW, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

NAME. The name of the corporation shall be Rainbow, Inc.

ARTICLE TWO

DURATION. The period of this corporative duration shall be perpetual.

ARTICLE THREE

PURPOSE AND POWERS. The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE FOUR

PRINCIPAL OFFICE. The address of the initial registered office of the corporation is 700 North Third East Street, Mountain Home, Idaho, and the name of its initial registered agent at such address is Orland Badley.

ARTICLE FIVE

DIRECTORS. The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
Orland Badley	Box 327, Mtn. Home, Idaho
Larue Badley	Box 327, Mtn. Home, Idaho
Thomas Futch	* Box 327, Mtn Home, Idaho

\* as per Mrs. McLaughlin

ARTICLE SIX

INCORPORATORS. The name and address of each incorporator are:

NAME	ADDRESS
Orland Badley	Box 327, Mtn. Home, Idaho
Larue Badley	Box 327, Mtn. Home, Idaho
Thomas Futch	<i>Box 327 Mtn Home, Idaho</i>

ARTICLE SEVEN

CAPITALIZATION. The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares at \$1.00 par value.

ARTICLE EIGHT

RIGHT TO AMEND. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now and hereafter prescribed by law, and all rights and powers conferred here on stockholders, directors and officers are subject to this reserve power.

ARTICLE NINE

HOW AMENDED. These articles may be amended by resolution setting forth such amendment or amendments adopted by any meeting of the stockholders by vote of a majority of all the stockholders of said corporation.

ARTICLE TEN

OFFICERS. Until the first annual meeting of the stockholders and the election and qualification of the officers, the following persons shall serve as officers of the corporation:

President	-	Orland Badley
Vice President	-	Thomas Futch
Secretary	-	Larue Badley
Treasurer	-	Larue Badley

ARTICLE ELEVEN

SALE AND ISSUE OF SHARES. The corporation hereby adopts a

plan to offer for sale and issue 10,000 shares at \$1.00 per share of common stock pursuant to Section 1244 of the Internal Revenue Code of 1954, as amended, and Section 1.1244 of the Regulations promulgated thereunder, for a period commencing on the date on which these Articles of Incorporation are filed in the office of the Secretary of State and ending two years thereafter or ending on the date when this corporation shall make a subsequent offering of any stock, whichever shall occur first, and the consideration for the said shares to be sold and issued shall be in the total dollar amount of not more than \$10,000.00 at \$1.00 per share, payable in cash or other property (other than stock or securities), and all such stock shall be known as "Section 1244 Stock". The officers of the corporation upon their election shall do all acts and perform all things necessary, convenient or advisable to issue the afore-said stock in accordance herewith and to carry out the effect of this plan.

IN WITNESS WHEREOF We have hereunto set our hands and seals this 15<sup>th</sup> day of February, 1980.

Orland Badley  
Orland Badley

Larue Badley  
Larue Badley

Thomas R Futch  
Thomas Futch

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

On this 15 day of February, in the year 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared ORLAND BADLEY, LARUE BADLEY and THOMAS FUTCH, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they 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.

J Ann C. Misner  
Notary Public for Idaho  
Residing at Mtn. Home, Idaho