

**TCT SHAREHOLDERS, INC.
ARTICLES OF INCORPORATION**

FILED EFFECTIVE

2015 DEC -3 PM 2:51

Effective on the date filed with the Idaho Secretary of State, the Articles of Incorporation of TCT Shareholders, Inc. are as follows:

STATE OF IDAHO

1. **Name.** The name of the corporation is TCT Shareholders, Inc. ("Corporation").
2. **Purposes.** The Corporation is organized for the purpose of transacting any business for which a corporation may be incorporated under the Idaho Business Corporation Act or its successor statute ("IBCA").

3. **Shares.**

3.1 **Capital Stock.** This Corporation is authorized to issue a total of 1,000,000 shares of stock (without par value) ("Shares"). The Shares of Company's capital stock shall be common stock with unlimited voting rights and the right to receive the net assets of the Corporation upon dissolution.

3.2 **Reacquired Shares.** Unless a resolution of the Board of Directors provides that reacquired Shares shall constitute authorized and unissued Shares, any Shares reacquired by the Corporation shall be treasury Shares.

3.3 **Voting.** Each outstanding Share is entitled to 1 vote, in person or by proxy, for each matter submitted to a vote at a meeting of the shareholders, including election of directors of the Corporation and other corporate purposes.

4. **Registered Office and Agent.** The name of the Corporation's commercial registered agent or, if the Corporation does not have a commercial registered agent, either (a) the name and street address of the Corporation's noncommercial registered agent or (b) the title of an office or other position with the Corporation if process is to be served on the holder of such office or position and the street address of the business office of that person is:

Name

Jason Dickman

Address

767 North Star Road, Star, Idaho 83669

5. **Board of Directors.**

5.1 **Corporate Powers.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed by or under the direction of, the board of directors.

5.2 **Board of Directors.** Until changed as provided in the Corporation's bylaws, the number of directors who constitute the board of directors is 1. The name and address of each person to serve as the initial director is as follows:

C207953

Name

Jason Dickman

Address

P.O. Box 216, Star, Idaho 83669

6. **Incorporator.** The name and address of the incorporator is as follows:Name

Jason Dickman

Address

P.O. Box 216, Star, Idaho 83669

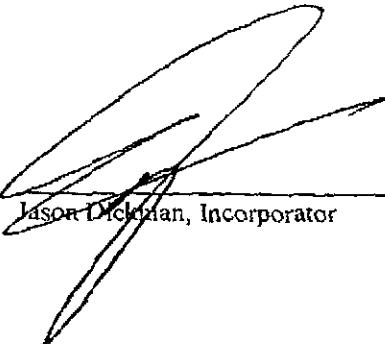
7. **Limitation of Liability and Indemnification.**

7.1 **Limitation of Liability.** To the fullest extent permitted by law, the directors and officers of this Corporation shall not be personally liable to this Corporation or its shareholders for money damages for any action taken, or any failure to take action, as a director or officer except for liability for (a) the amount of a financial benefit received by a director or officer to which the director or officer is not entitled, (b) an intentional infliction of harm on the Corporation or its shareholders, (c) a violation of Idaho Code § 30-29-833, or (d) an intentional violation of criminal law. If the IBCA is amended to authorize corporate action further eliminating or limiting the personal liability of directors or officers, then the liability of a director or officer of this Corporation shall be eliminated or limited to the fullest extent permitted by the IBCA as so amended.

7.2 **Indemnification and Expenses.** The Corporation shall indemnify and advance expenses to the directors and officers of the Corporation to the fullest extent permitted by law.

7.3 **Accrual of Rights.** Any repeal or modification of this Section 7 will not adversely affect any right or protection of a director or officer of the Corporation existing at the time of the repeal or modification.

DATED December 2, 2015.



Jason Dickman, Incorporator

IDAHO SECRETARY OF STATE

12/03/2015 05:00

CK:PREPAID CT:2105 BH:1502771

1@ 100.00 = 100.00 CORP #2

1@ 20.00 = 20.00 EXPEDITE C #3