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2005 MAR 16 AM 9:26
SECRETARY OF STATE
STATE OF IDAHO
ARTICLES OF INCORPORATION
OF
MEADOWBROOK OF SANDPOINT, INC.

The undersigned, acting as incorporator of a corporation ("Corporation") under the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I. NAME

The name of the Corporation shall be Meadowbrook of Sandpoint, Inc.

ARTICLE II. PERIOD OF DURATION

The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE III. PURPOSES

This Corporation is organized for the purposes of engaging in retail sales of furniture, accessories and gifts. The Corporation is further organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV. STOCK

The total authorized number of shares of stock in the Corporation shall consist of One Hundred Thousand (100,000) shares of common stock. A par value of \$1.00 per share will be attached to the stock. All shares shall be one class, denoted common stock. Each share is entitled to one (1) vote.

ARTICLE V. RIGHTS

There are no provisions denying preemptive rights.

Paul William Vogel, P.A.
Attorney-at-Law
120 East Lake Street
Suite 313
P.O. Box 1828
Sandpoint, ID 83864-0903
Ph: (208) 263-6636
Fax: (208) 265-6775

IDAHO SECRETARY OF STATE
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ARTICLES OF INCORPORATION OF MEADOWBROOK OF SANDPOINT, INC. - 1

ARTICLE VI. BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Mary E. Blomdahl
P.O. Box 525
Sandpoint, Idaho 83864

Eric R. Blomdahl
923 Jefferson Street
Sandpoint, Idaho 83864

ARTICLE VII. BYLAWS

The provisions for the regulations of the internal affairs of the Corporation are to be set forth in the Bylaws of the Corporation.

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or to adopt new Bylaws, subject to repeal or change by action of the shareholders, shall be vested in the Board of Directors. Such power may be exercised by a majority vote of the Board of Directors at any annual or special meeting of the Board of Directors called for that purpose.

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

Eric Blomdahl
P.O. Box 525
Sandpoint, Idaho 83864

ARTICLE IX. REGISTERED OFFICE

The address of the initial registered office of the Corporation is 923 Jefferson Street, Sandpoint, Idaho 83864 and the name of the initial registered agent at such address is Eric R. Blomdahl.

IN WITNESS WHEREOF I have hereunto set my hand this 14ⁿ day of March, 2005.

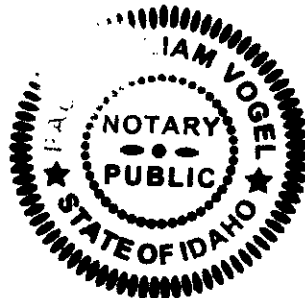

ERIC BLOMDAHL

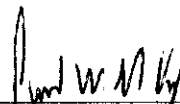
STATE OF IDAHO)
) ss.
County of Bonner)

ERIC BLOMDAHL, being first duly sworn upon his oath, deposes and says that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the statements contained therein are true upon his personal knowledge, information and belief.


ERIC BLOMDAHL

SUBSCRIBED AND SWORN TO before me this 14ⁿ day of March, 2005.




NOTARY PUBLIC
STATE OF IDAHO
Residing at Sandpoint
Commission Expires 2/3/11