

**ARTICLES OF INCORPORATION**

**FILED**

**OF**

AUG 27 11 57 AM '98

**BRIARWOOD CORPORATION**

SECRETARY OF STATE  
S. J. H. 100-000

1. **Name.** The name of the corporation is **Briarwood Corporation**
2. **Authorized shares.** The aggregate number of shares the corporation is authorized to issue shall be **Five Hundred Thousand (500,000)**, all of which shall be common voting stock.
3. **Registered office and agent.** The registered office of the corporation is at 110 Parkway Drive, Boise, Idaho 83706, and its registered agent at that address is **David E. Leader**.
4. **Incorporator.** The name of the incorporator is **David E. Leader**, and the incorporator's address is 110 Parkway Drive, Boise, Idaho 83706.
5. **Elimination of Board of Directors.** The corporation anticipates an Agreement among the shareholders of the corporation which eliminates the Board of Directors, pursuant to Idaho Code, §30-1-732. The provisions of said Agreement shall be noted conspicuously on the front or back of each certificate for outstanding shares or on the information statement required by Idaho Code, §30-1-626(2).
6. **Indemnification.** The corporation shall indemnify the officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

In witness whereof, I have subscribed these Articles of Incorporation this 26<sup>th</sup> day of August, 1998.

  
David E. Leader

IDAHO SECRETARY OF STATE

08/27/1998 09:00  
CK: 2228 CT: 64508 BH: 140376

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