

RESTATEMENT OF **FILED EFFECTIVE**  
CERTIFICATE OF ORGANIZATION 2014 NOV -5 PM 2:24  
JWKL, LLC / MANAGEMENT MAESTROS, LLC SECRETARY OF STATE  
STATE OF IDAHO

Having formed an Idaho limited liability company named JWKL, LLC (the "Company") on November 1<sup>st</sup>, 2014 through its Certificate of Organization #W143125 (the "Certificate"), the undersigned HEREBY RESTATES the Certificate as follows:

1. Company Name. The name of the Company is amended to read:

MANAGEMENT MAESTROS, LLC

2. Principal Office Address. The Company's principal office street and mailing address is:

1775 W State St # 338, Boise, ID 83702 in the county of Ada.

3. Company Mailing Address. The Company's mailing address is:

1775 W State St # 338, Boise, ID 83702 in the County of Ada.

4. Registered Office and Agent. The Company's registered office and agent in the State of Idaho is located at: 1775 W State St # 338, Boise, ID 83702 in Ada County. The Company's registered agent at said address is: Lewis De Payne.

5. Duration of Company. The duration of the Company shall be perpetual.

6. No Oral or Implied Contracts. Notice is hereby given that Company prohibits and rejects the use of oral or implied agreements, contracts, or commitments of any type, including amendments and modifications thereto. All such instruments not memorialized in a signed writing shall be considered legally null and void.

7. Manager Appointed for Term. Lewis De Payne shall serve as Manager for a term of 5 years or until his resignation or incapacity. Said term shall automatically renew, unless at least 67% of the members object in writing to an upcoming renewal, within 30 days of such renewal.

8. Manager May Veto Distributions. All Company distributions must be approved by the Manager, who in his sole, absolute, unfettered and full discretion may veto said distributions.

9. Manager May Veto Amendments. All amendments, restatements, or modifications to the operating agreement must be approved by the Manager, who in his sole, absolute, unfettered and full discretion may veto said items.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 5<sup>th</sup> day of November, 2014.

IDANO SECRETARY OF STATE

11/05/2014 05:00

CK: CASH CT: 302061 BH: 1448300  
10 30.00 = 30.00 ARAOLLC #2

  
Lewis De Payne, as its Member/Manager

W143125