



# ARTICLES OF INCORPORATION (General Business)

(Instructions on back of application)

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

FILED EFFECTIVE  
01 JUL 23 AM 9:34  
STATE OF IDAHO

Article 1: The name of the corporation shall be: Straybit Software, Inc.

Article 2: The number of shares the corporation is authorized to issue: 3500 Class A shares and 3500 Class B shares

Article 3: The street address of the registered office is: 26436 Cedar Ridge Lane, Rathdrum, ID 83858 and the registered agent at such address is: Helen Hanson

Article 4: The name and address of the incorporator are: Helen Hanson and Michael Hanson  
26436 Cedar Ridge Lane, Rathdrum, ID 83858

Article 5: The mailing address of the corporation shall be: 6680 Government Way, PMB #148  
Coeur d' Alene, ID 83815

## Optional articles:

Article 6: All of the corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than 30 persons.

Article 7: All of the issued stock, of all classes, shall be subject to the following restriction on transfer permitted by Section 30-1-627 of the Idaho Business Corporation Act. Each shareholder shall offer to the corporation, or to the other shareholders of the corporation, a thirty- (30) day "first refusal" option to purchase the shareholder's stock, should the shareholder elect to sell his or her stock.

Article 8: Class A shares shall have full voting rights. Class B shares shall have no voting rights. Both Class A and Class B stock are of no par value.

Article 9: The corporation shall make no offering of any of its stock, of any class, that would constitute a "public offering" within the meaning of the U.S. Securities Act of 1933, as it may be amended from time to time.

Continued on Page 2

Signature of at least one incorporator:

Typed Name: \_\_\_\_\_

Typed Name: \_\_\_\_\_

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 01/2001

IDAHO SECRETARY OF STATE  
07/24/2001 05:00  
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Article 3: The street address of the registered office is: \_\_\_\_\_  
\_\_\_\_\_ and the registered agent at such address is: \_\_\_\_\_

Article 4: The name and address of the incorporator are: \_\_\_\_\_  
\_\_\_\_\_

Article 5: The mailing address of the corporation shall be: \_\_\_\_\_  
\_\_\_\_\_

Optional articles:

Article 10: The number of directors constituting the Initial Board of Directors shall be two (2), Helen Hanson and Michael Hanson, with Helen Hanson serving as Chairman, Secretary, and Treasurer.

Article 11: Directors of the corporation shall not be liable to either the corporation or its shareholders for monetary damages for any action taken, or any failure to take action, as a director, except liability explicitly defined in Section 30-1-202(2) of the Idaho Business Corporation Act.

Article 12: Directors of the corporation shall be indemnified for any liability, as defined in section 30-1-850(5) of the Idaho Business Corporation Act, to any person for any action taken, or any failure to take action, as a director, except liability explicitly defined in Section 30-1-202(2) of the Idaho Business Corporation Act.

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Signature of at least one incorporator:

Helen Hanson

Typed Name: Helen Hanson

Typed Name: \_\_\_\_\_

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