# FILED EFFECTIVE

# ARTICLES OF INCORPORATION OF N-VIRO SOLUTIONS CORPORATION

2005 FED 22 AH 10: 36

DIGGERANCE STATE SECTIONS

The undersigned person, being of lawful age, for the purpose of forming a corporation under the laws of the State of Idaho, adopts the following Articles of Incorporation:

#### Article One

The name of the corporation is N-Viro Solutions Corporation.

#### Article Two

The corporation is formed for the following purposes:

- 1. To create, own, hold, conduct and develop a company dealing in all types of environmental endeavors, including, but not limited to environmental consulting, environmental protections, and environmental cleanup.
- 2. To own and hold real estate, construct and erect buildings and structures of all types, and to buy, sell, lease, manage, operate, maintain, repair, and/or rebuild same.
- 3. To acquire, hold, own, buy, sell, transfer and otherwise dispose of all types of equities, all types of assignments, patent rights, trademarks, copyrights, intellectual properties, licenses, franchises, permits and other evidences of right.
- 4. To enter into, make, perform, and carry out contracts of every sort and kind, for any lawful purpose, with any person, firm, association or corporation, state, territory, or country.
- 5. To organize, maintain and service all types of company divisions, distributorships, franchises and other companies both within and without the United States.
- 6. To do any and everything necessary or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinabove enumerated, either for itself or as agent for any person, firm, or corporation, or other entity.
- 7. To engage in any other lawful business or operation deemed advantageous or desirable, and to do any and everything incidental to, growing out of, or germane to any of the foregoing purposes or objects conferred by the laws of the State of Idaho upon corporations formed under the Act relating thereto.

## **Article Three**

The aggregate number, class and par value, of the shares that the corporation shall have authority to issue shall be Nine Hundred and Five Million (905,000,000) shares of common stock at no par value.

There are no preferences, qualifications, limitations, restrictions, special or relative rights, including convertible rights.

IDAHO SECRETARY OF STATE 02/22/2006 05:00 CK: 1391 CT: 197242 RH: 939002 1 8 100.00 = 100.00 CORP # 2

There are no preemptive rights in said corporate stock.

#### **Article Four**

The name and address of the incorporator is Joyce Lynn Evans, 280 West 7<sup>th</sup> Street, Ketchum, Idaho 83340, whose mailing address is P.O. Box 3322, Ketchum, Idaho 83340.

#### **Article Five**

The address of the corporation's initial registered office in the state is 280 West 7<sup>th</sup> Street, Ketchum, Idaho 83340, whose mailing address is P.O. Box 3322, Ketchum, Idaho 83340.

The name of its registered agent is M.K. Ebeling, and the undersigned hereby agrees to and acknowledges acceptance as the Registered Agent for the corporation known as N-Viro Solutions Corporation

M.K. Ebeling

#### Article Six

The number of directors to constitute the first board of directors is three (3). Thereafter, the number of the directors shall be fixed by, or in a manner provided in the by-laws.

#### Article Seven

The duration of the corporation is perpetual.

## Article Eight

The by-laws of the corporation may be changed by a unanimous vote of the corporate Board of Directors.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 16th day February 2006

Joyce Lynn Evans