

STATEMENT OF DOMESTICATION
OF
BRUSHBUCK GUIDE SERVICES INCORPORATED

FILED EFFECTIVE

2017 MAY -1 AM 9:40

SECRETARY OF STATE
STATE OF IDAHO

1. Name, jurisdiction and type of the domesticating entity:

Name: Brushbuck Guide Services Incorporated
Jurisdiction: Idaho
Type of Entity: Corporation

This is a domestic entity, and this plan of domestication was approved in accordance with §30-22-503, Idaho Code.

2. Name, jurisdiction and type of the domesticated entity:

Name: Brushbuck Guide Services Incorporated
Jurisdiction: Wyoming
Type of Entity: Corporation

This is a foreign entity that is not a qualified foreign entity, and the mailing address to which the Idaho Secretary of State may send any process served on the Idaho Secretary of State is: ~~32~~ E Howard Avenue, Driggs, Idaho 83422

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3. Effective date of domestication: Upon filing.

Dated: March 6, 2017

Domesticating Entity:

Brushbuck Guide Services Incorporated

By: E. Peters

Ezra Peters, President

Domesticated Entity:

Brushbuck Guide Services Incorporated

By: E. Peters

Ezra Peters, President

IDAHO SECRETARY OF STATE

05/01/2017 05:00

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**FOREIGN PROFIT CORPORATOIN
ARTICLES OF DOMESTICATION
OF
BRUSHBUCK GUIDE SERVICES INCORPORATED**

Pursuant to W.S. §17-16-1801 the undersigned hereby applies for a Certificate of Domestication.

I. The name of the corporation is Brushbuck Guide Services Incorporated (the "Corporation").

II. The Corporation is incorporated under the laws of the state of Idaho.

III. The Corporation was incorporated on February 27, 2009.

IV. The period of duration for the Corporation is perpetual.

V. The mailing address for the Corporation is:

320 E Howard Avenue
Driggs, Idaho 83422

VI. The principal office address for the Corporation is:

490 S. Highway 89
Jackson, WY 83001

VII. The name, physical address and mailing address of the Corporation's registered agent:

Peak Corporate Services LLC
199 E Pearl, Suite 101 / PO Box 3549
Jackson, WY 83001

VIII. The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Wyoming Business Corporation Act.

MAR 27 2017
Secretary of State
Wyoming

IX. The names and usual business addresses of the Corporation's current officers and directors:

President / Director	Ezra Peters	490 S. Highway 89, Jackson, WY 83001
Vice-President / Director	Amber Peters	490 S. Highway 89, Jackson, WY 83001
Vice-President / Director	Adam Lackner	490 S. Highway 89, Jackson, WY 83001

X. The Corporation is authorized to issue 75 shares of common stock with a no par value.

XI. The Corporation has issued 75 shares of its common stock with no par value.

XII. The Corporation accepts the constitution of the state of Wyoming in compliance with the requirement of Article 10, Section 5 of the Wyoming Constitution.

XIII. Any other provision for the regulation of the internal affairs of the Corporation:

(1) The Corporation shall indemnify any individual made a party to a proceeding because he or she is or was a director, officer, incorporator, employee or agent of the Corporation against liability incurred in the proceeding if:

(a) He or she conducted himself or herself in good faith;

(b) He or she reasonably believed that his or her conduct was in or at least not opposed to the Corporation's best interest; and

(c) In the case of any criminal proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful.

(2) Indemnification shall also be provided for an individual's conduct with respect to an employee benefit plan if the individual reasonably believed his or her conduct to be in the interests of the participants in and beneficiaries of the plan.

(3) The Corporation shall pay for or reimburse the reasonable expenses incurred by a director, officer, incorporator, employee or agent of the Corporation who is a party to the proceeding in advance of final disposition of the proceeding if:

(a) The individual furnishes the Corporation a written affirmation of his or her good faith belief that he or she has met the standard of conduct described herein;

(b) The individual furnishes the Corporation a written undertaking executed personally or on his or her behalf to repay the advance if it is ultimately determined that he did not meet the standard of conduct; and

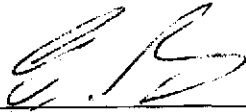
(c) A determination is made that the facts then known to those making the determination would not preclude indemnification under the law. The undertaking required by this paragraph shall be an unlimited general obligation but need not be secured and may be accepted without reference to financial ability to make repayment.

(4) The indemnification and advancement of expenses authorized herein shall not be exclusive of any other rights to which any director, officer, incorporator, employee or agent may be entitled under any by-law, agreement, or resolution of shareholders or disinterested directors or otherwise. These Articles of Incorporation shall not be interpreted to limit in any manner the indemnification or right to advancement for expenses of an individual who would otherwise be entitled thereto. These Articles of Incorporation shall be construed to provide indemnification and advancement of expenses to the extent permitted by law.

(5) No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, that this provision shall not eliminate or limit the liability of a director for (1) any breach of the director's duty of loyalty, as defined by the Wyoming Business Corporation Act, to the Corporation or its shareholders; (2) for acts or omissions not in good faith or which involved intentional misconduct or a knowing violation of law; (3) for unlawful distributions made in violation of W.S. § 17-16-640 and liability incurred therefor as set forth in W.S. §17-16-833; or (4) for any transaction from which the director derived an improper personal benefit.

Dated: March 15, 2017

Brushbuck Guide Services Incorporated

By: 
Ezra Peters, President

Phone: (307) 699-2999

Email: brushbuck@brushbuckphototours.com


Wyoming Secretary of State
2020 Carey Avenue, Suite 700
Cheyenne, WY 82002-0020

CONSENT TO APPOINTMENT BY REGISTERED AGENT

1. Peak Corporate Services LLC voluntarily consents to serve as the registered agent for Brushbuck Guide Services Incorporated, on the date shown below;
2. The street address of the registered office is 199 E. Pearl, Suite 101, Jackson, WY 83001
3. The mailing address of the registered office is PO Box 3549, Jackson, WY 83001
4. Peak Corporate Services LLC hereby certifies that it is in compliance with the requirements of WYO. STAT. §§ 17-28-101 through 17-28-111.

Dated: March 22, 2017

Peak Corporate Services LLC

By: 
Matthew A. Confer, Vice President
mconfer@rpk3law.com
(307) 264-2366