

FILED

JAN 6 2 51 PM '99

ARTICLES OF INCORPORATION

OF

BARBARA CROWELL, INC.

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as the "Corporation") under the Idaho Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation.

ARTICLE I

NAME

The name of the Corporation shall be: Barbara Crowell, Inc.

ARTICLE II

AUTHORIZED SHARES

The aggregate number of shares of common stock which the Corporation shall have authority to issue is 10,000 shares. All of which shall be common voting stock.

ARTICLE III

REGISTERED OFFICE AND AGENT

The registered office of the Corporation is 3875 Nighthawk, Eagle, Idaho, 83616, and its registered agent, at such address is Barbara Crowell.

ARTICLE IV

INCORPORATOR

The name of the incorporator is Barbara Crowell and the incorporator's address is 3875 Nighthawk, Eagle, Idaho, 83616.

IDAHO SECRETARY OF STATE

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ARTICLE V

INITIAL DIRECTORS

The names and addresses of the initial director is: Barbara Crowell, 3875 Nighthawk, Eagle, Idaho, 83616.

ARTICLE VI

STATEMENT OF CORPORATE PURPOSE AND POWERS

The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

Further, identifying, but not limiting, will be sale, rental of commercial and residential real property.

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify the directors and 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 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.

ARTICLE VIII

LIMITATION OF LIABILITY

No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for (1) the amount of a financial benefit received by a director to which he is not entitled; (2) an intentional infliction of harm on the corporation or the

shareholders; (3) a violation of 30-1-833 Idaho Code; or (4) an intentional violation of criminal law.

IN WITNESS WHEREOF, I have signed duplicate originals of the Articles of Incorporation this 5th day of January, 1999.

Barbara Crowell
Barbara Crowell

SUBSCRIBED AND SWORN TO before me this 5th day of January, 1999.

Sheryl Gillogly
Notary Public for Idaho
Residing at 7201 S. ...
My Commission Expires 11/21/00

