

**FILED/EFFECTIVE**

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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

LE BRAGGADOCIO, INC.

Pursuant to the laws of the State of Idaho, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, hereby adopts the following Articles of Incorporation:

ARTICLE I.

Name

The name of this corporation shall be "LE BRAGGADOCIO," INC.

ARTICLE II.

Purposes

The purposes for which the corporation is formed are to engage in and transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III.

Capital Stock

The total number of shares of stock authorized and which may be issued by this corporation is ONE HUNDRED THOUSAND (100,000) common shares of the same class all of which shall have a par value of \$1.00 per share.

A vote of 75% of the shareholders is required to authorize the following matters, which matters need be approved of all votes of each voting group entitled to be cast on the matter:

Amendment to Articles of Incorporation;

Plan of merger or plan or share exchange;

Sale, lease, exchange, or other disposition of all or substantially all of the property of the corporation, other than in the usual and regular course of business;

Dissolution of the corporation.

ARTICLE IV.

Cumulative Voting

The right to cumulate votes in the election of directors shall not exist with respect to shares of stock of this corporation.

IDAHO SECRETARY OF STATE

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ARTICLE V.  
Directors

The names and addresses of the initial directors of the corporation, who shall hold office until the first annual meeting of shareholders or until they shall have been elected and qualified, are as follows:

Rodney Farrington  
Ami Farrington

1008 THIRD ST LEWISTON ID 83501

ARTICLE VI.  
Registered Office and Agent

The location and address of the initial registered office of the corporation in this state shall be 609 Main Street, Lewiston, Idaho. The name and address of the initial registered agent of the corporation in this state shall be Rodney Farrington.

ARTICLE VII.  
Indemnification

The corporation agrees to indemnify and save harmless any and all officers or directors of the corporation against any and all liabilities, judgments, sums of money and expenses (including herein any and all amount or amounts paid in settlement) reasonably incurred by them or any of them in connection with any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative and whether in law, equity or otherwise, to which they or any of them may be a party, or may be threatened by reason of being or having been an officer or director of the corporation, or by reason of serving or having served at the request of the corporation as director, trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise to the full extent permitted by the applicable state statute addressing corporate indemnification in the state of Idaho; except that the corporation shall not be required to indemnify a director against liability, damage or expense resulting from the director's gross negligence.

No amendment or repeal of this Article shall apply to or have any effect on any right to indemnification provided hereunder with respect to acts or omissions occurring prior to such amendment or repeal.

ARTICLE VIII.  
Liability of Directors

A director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for conduct as a director, except for liability of the director (i) for acts or omissions that involve intentional misconduct by the director or a knowing violation of law by the director, (ii) for conduct violating the applicable state statute addressing liability of director in the state of Idaho or (iii) for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. If the applicable state statute addressing liability of director in the state of Idaho is amended to authorize

corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the statute. Any repeal or modification of the Article by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

**ARTICLE IX.**  
**Incorporators**

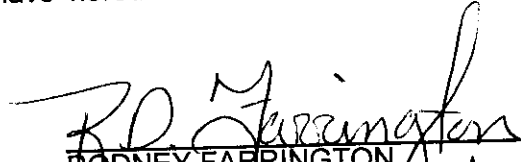
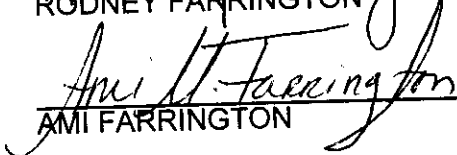
The name and addresses of the Incorporators are:

Rodney Farrington, 1008 Third Street, Lewiston, Idaho.  
Ami Farrington, 1008 Third Street, Lewiston, Idaho.

**ARTICLE X.**  
**1244 Stock**

The Stock of this corporation shall be issued in compliance with Section 1244 of the Internal Revenue Code.


In WITNESS WHEREOF, the incorporators have hereunto set their hand on 13 day of February, 2001.

  
\_\_\_\_\_  
RODNEY FARRINGTON  
  
\_\_\_\_\_  
AMI FARRINGTON

**CONSENT TO SERVE AS REGISTERED AGENT**

I, RODNEY FARRINGTON, hereby consent to serve as Registered Agent in the State of Idaho for LE BRAGGADOCIO. I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the corporation for which I am agent.

Dated: 2-13-01

  
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RODNEY FARRINGTON