

FILED EFFECTIVE

ARTICLES OF INCORPORATION

**of
WGI, Inc.**

MAR 5 9 39 AM '01

**ARTICLE I
NAME**

SECRETARY OF STATE
STATE OF IDAHO

The name of the Corporation is WGI, Inc.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The Corporation is organized for any lawful purpose.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 10 million shares of no-par value common stock, which shall be designated "Common Shares."

**ARTICLE V
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any additional stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The following initial director shall serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify: IDAHO SECRETARY OF STATE

03/05/2001 09:00
CK: 3728 CT: 19388 BH: 382465

ARTICLES OF INCORPORATION

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1 @ 20.00 = 20.00 EXPEDITE PAGE 2

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NAME

ADDRESS

Kole Mogel

11729 Lakeshore Drive
Nampa, ID 83656

**ARTICLE VII
REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE**

1. The Registered Agent is: **Kole Mogel**
2. The address of the Registered Office is:

11729 Lakeshore Drive
Nampa, ID 83656
3. The Incorporator is: Christian D. Brown, esq.

**ARTICLE VIII
BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

**ARTICLE IX
LIMITED DIRECTOR LIABILITY**

The personal liability for a director to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director shall be limited to the fullest extent of the law as provided in Idaho Code Section 30-1-54(2).

**ARTICLE X
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

**ARTICLE XI
AUTHORITY**

The initial director shall have authority to establish banking relationships on behalf of the Corporation and to negotiate all checks, cash and negotiable instruments on behalf of the Corporation.

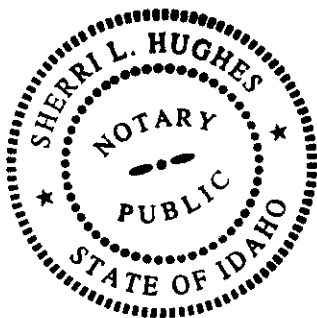
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of March, 2001.

CD Brown

STATE OF ID)
) ss.
COUNTY OF ADA)

BEFORE ME, a Notary Public in and for said county and state, personally appeared Christian D. Brown, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed those Articles of Incorporation for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 5 day of March, 2001.



Sherri L. Hughes
Notary Public
My Commission Expires: 2/3/2005