

ARTICLES OF INCORPORATION
OF
LEAH'S ACCOUNTING SOLUTIONS, P.C.

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KNOW ALL MEN BY THESE PRESENTS, that the undersigned, acting as incorporator of a professional services corporation under the Idaho Uniform Business Organization Code and Idaho Business Corporation Act (Act), adopts the following Articles of Incorporation for such corporation:

Article 1. Name. The name of the corporation is Leah's Accounting Solutions, P.C.

Article 2. Duration. The corporation shall exist in perpetuity.

Article 3. Registered office and agent. The registered office of the corporation is 91 Taylor Lane, St. Maries, Idaho 83861, and the registered agent at that address is Leah Anderson.

Article 4. Incorporator. The name of the incorporator is Leah Anderson and the incorporator's address is 91 Taylor Lane, St. Maries, Idaho 83861.

Article 5. Purpose. The purpose for which this corporation is organized is to engage in the practice of accountancy as a professional services corporation; through its shareholders, directors, employees and agents duly licensed or otherwise legally authorized to render such services in this state; and to own real or personal property, if desired, enter into contracts and engage in any lawful business necessary for the rendering of such professional services. The Corporation may further engage in any or all other lawful business or practices for which corporations may be organized under the Act.

Article 6. Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under Section 30-29-732, Idaho Code. The number of directors constituting the initial board of directors shall be one (1), and the names and addresses of the person to serve as director until the first annual meeting of shareholders or until their successors are elected and qualified is:

<u>Name</u>	<u>Address</u>
Leah Anderson	91 Taylor Lane St. Maries, Idaho 83861

Article 7. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be one hundred (100), shares of non-assessable common stock.

Article 8. Voting Entitlement of Shares.

(1) Except as provided in sections 2 and 4 of this Article, and Article 9, below, providing for cumulative voting for votes cast for directors, each outstanding share, regardless of class, is entitled to one (1) vote on each matter voted on at a shareholders' meeting. Only shares are entitled to vote.

(2) This corporation is not entitled to vote treasury shares.

(3) Section 2 of this Article does not limit the power of this corporation to vote any share, including its own shares, held by it in a fiduciary capacity.


(4) Redeemable shares are not entitled to vote after notice of redemption is mailed to the holders and a sum sufficient to redeem the shares has been deposited with a bank, trust company, or other financial institution under an irrevocable obligation to pay the holders the redemption price on surrender of the shares.

Article 9. Cumulative Voting. All shareholders are entitled to cumulate their votes for directors, that is, they are entitled to multiply the number of votes they are entitled to cast by the number of directors for whom they are entitled to vote and cast the product for a single candidate or distribute the product among two (2) or more candidates.

Article 10. Preemptive Rights. The corporation elects to have preemptive rights.

Article 11. Indemnification/Liability. To the fullest extent permitted by law, the corporation shall have the power to indemnify any person and to advance expenses incurred or to be incurred by such person in defending a civil, criminal, administrative or investigative action, suit or proceeding threatened or commenced by reason of the fact said person is or was a director, officer, employee or agent of the corporation. Any such indemnification or advancement of expenses shall not be deemed exclusive of any other rights to which such person may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office. Any indemnification or advancement of expenses so granted or paid by the corporation shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representative of such a person.

In witness whereof, I have subscribed these Articles of Incorporation this 23 day of February, 2021.


LEAH ANDERSON, Incorporator