

**FILED EFFECTIVE**

FILED AT THE REQUEST OF:  
RayBar, Inc.  
26063 Reed Ln.  
Wilder, ID 83676

2017 FEB 22 AM 9: 51

SECRETARY OF STATE  
STATE OF IDAHO

FILED BY:  
Brian Wonderlich  
Holland & Hart LLP  
800 W. Main St, Suite 1750  
Boise, ID 83702

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**ARTICLES OF INCORPORATION**

**OF**

**RAYBAR, INC.**

The undersigned, acting as incorporator of RayBar, Inc. (the "*Corporation*") under the Idaho Business Corporation Act (the "*Act*"), adopts the following Articles of Incorporation:

**ARTICLE 1**  
**NAME**

The name of the Corporation is "RayBar, Inc."

**ARTICLE 2**  
**CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is one thousand (1,000) shares of common stock with no par value per share.

**ARTICLE 3**  
**REGISTERED AGENT AND REGISTERED OFFICE**

The name of the registered agent and address of the registered office is:

Name	Address
Ray R. Christensen	26063 Reed Ln. Wilder, ID 83676

**ARTICLE 4**  
**INCORPORATOR**

The name and address of the incorporator is:

Name	Address

C212735

<b>Ray R. Christensen</b>	<b>26063 Reed Ln. Wilder, ID 83676</b>
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**ARTICLE 5  
MAILING ADDRESS**

The mailing address of the Corporation shall be: 26063 Reed Ln., Wilder, ID 83676.

**ARTICLE 6  
PURPOSE**

The purpose for which the Corporation is organized is the transaction of any and all business for which corporations may be incorporated under the general corporate laws of the state of Idaho.

**ARTICLE 7  
DURATION**

The period of the Corporation's duration is perpetual.

**ARTICLE 8  
BOARD OF 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. The number of Directors shall be determined in the manner provided by the Bylaws and may be increased or decreased from time to time in the manner provided therein.

**ARTICLE 9  
INDEMNIFICATION AND LIMITATION ON LIABILITY**

**A. Indemnification.**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Act permitted the Corporation to provide prior to such amendment).

**B. Limitation on Liability.**

There shall be no personal liability, either direct or indirect, of any director of the Corporation to the Corporation or its shareholders for monetary damages for any breach or breaches of fiduciary duty as a director; except that this provision shall not eliminate the liability of a director to the Corporation or to its shareholders for monetary damages for any breach, act, omission, or transaction as to which the Act (as in effect from time to time) prohibits expressly the elimination of liability. This provision shall not limit the rights of directors of the Corporation for indemnification or other assistance from the Corporation. Any repeal or


modification of the foregoing provisions of this Article by the shareholders of the Corporation, or any repeal or modification of the Act which permits the elimination of liability of directors by this Article, shall not affect adversely any elimination of liability, right, or protection of a director of the Corporation with respect to any breach, act, omission, or transaction of such director occurring prior to the time of such repeal or modification.

**ARTICLE 10**  
**AMENDMENTS**

The Corporation reserves the right to amend, alter, change or repeal any provisions contained herein in any manner now or hereafter prescribed or permitted by statute. All rights of shareholders of the Corporation are granted subject to this reservation.

*[Remainder of Page Left Intentionally Blank]*

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Incorporation effective as of the 20<sup>th</sup> day of February, 2017.

  
Ray R. Christensen, Incorporator

IDAHO SECRETARY OF STATE  
02/22/2017 05:00  
CK:PREPAID CT:2105 BH:1570035  
1@ 100.00 = 100.00 CORP #2  
1@ 20.00 = 20.00 EXPEDITE C #3