



# ARTICLES OF INCORPORATION

## (General Business)

FILE  
1 FEB - 6 AM 9: 08  
STATE OF IDAHO

To the Secretary of State of the State of Idaho **01 FEB - 5 AM 10: 38**  
 The undersigned, in order to form a Corporation under the  
 provisions of Title 30, Chapter 1, Idaho Code, submits  
 the following articles of incorporation:

STATE OF IDAHO

Article 1: The name of the corporation shall be: Cherry Glow Forge & Fabrication, Inc.

Article 2: The number of shares the corporation is authorized to issue is: 10,000 Common Voting Shares

Article 3: The street address of the registered office is: 1710 Northridge Drive, Hailey, ID 83333 and the registered agent at such address is: Mark Sheehan

Article 4: The name and address of the incorporator are: Mark Sheehan

P.O. Box 2386, Hailey, ID 83333

Article 5: The mailing address of the corporation shall be: P.O. Box 2386, Hailey, ID 83333

Optional articles: (See Attached Articles 6 through 9)

Article 6: Board of Directors (See Attached)

Article 7: Corporate Purpose (See Attached)

Article 8: Preemptive Rights (See Attached)

Article 9: Limitation of Liability (See Attached)

Customer Acct #:

(If using pre-paid account)

IDAHO SECRETARY OF STATE  
Secretary of State use only

**02/06/2001 09:00**  
CK: 1518 Cf: 135408 BH: 377834

**1 @ 100.00 = 100.00 CORP # 2**

Signature of an incorporator:

Revised 7/98

corpFormSTARTS p65

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ARTICLES OF INCORPORATION  
OF  
CHERRY GLOW FORGE & FABRICATION, INC.

OPTIONAL ARTICLES

Article 6: 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, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be two (2), and the names and addresses of the persons to serve as director until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Mark Sheehan	P.O. Box 2386, Hailey, ID 83333
Lisa R. Phillips	P.O. Box 2386, Hailey, ID 83333

Article 7: Corporate purpose. 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. The primary purpose for which this corporation is organized is General Contracting.

Article 8: Preemptive Rights. The corporation elects to have preemptive rights.

Article 9: 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: (i) the amount of a financial benefit received by a director to which his is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.