

FILED
Nov 5 2 27 PM '99
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
EAGLE PRODUCTS, INC.

IDAHO SECRETARY OF STATE

11/05/1999 09:00
CK: 55773 CI: 1177 RH: 264188

1 @ 100.00 = 100.00 CORP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 131071

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
NAME OF THE CORPORATION

The name of the corporation is Eagle Products, Inc. ("Corporation").

ARTICLE II
PURPOSES OF THE CORPORATION

The Corporation may do any acts and perform any business permitted by the Idaho Business Corporation Act.

ARTICLE III
SHARES

The aggregate number of shares the Corporation is authorized to issue shall be one thousand (1000), no par value, all of which shall be common voting stock.

ARTICLE IV
PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE V
VOTING

Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The address of the registered office of the Corporation is 1579 Falcon Rim, Eagle, Idaho 83616 and the name of its initial registered agent at such address is Matthew A. Knickrehm.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the Corporation is one (1) and the name and address of such person to serve as the initial director are as follows:

<u>Name</u>	<u>Address</u>
Matthew A. Knickrehm	1579 Falcon Rim Eagle, ID 83616

**ARTICLE VIII
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 he 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.

**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation 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 Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

**ARTICLE X
INCORPORATOR**

The name and address of the incorporator are:

Name

Address

Matthew A. Knickrehm

1579 Falcon Rim
Eagle, ID 83616

**ARTICLE XI
EXECUTION AND EFFECTIVE DATE**

For the purpose of forming this corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation as of November 5, 1999.



MATTHEW A. KNICKREHM, Incorporator