

FILED  
Nov 5 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 BH: 264188  
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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:

<u>Name</u>	<u>Address</u>
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