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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
B SQUARED HOSPITALITY, INC.**

The undersigned, acting as incorporators of a Corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I - NAME

The name of the Corporation is B SQUARED HOSPITALITY, INC.

ARTICLE II - PURPOSE

The purpose or purposes for which the Corporation is organized are to transact all lawful business for which corporations may be organized under the Business Corporation Act of the State of Idaho.

ARTICLE III - DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV - SHARES

The total authorized stock of the Corporation is 100 shares of common stock.

ARTICLE V - NON-CUMULATIVE VOTING

The shareholders shall not have the right of cumulative voting as provided by Idaho Code §30-1-33(d).

ARTICLE VI - PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have no preemptive right, by virtue of Idaho Code §30-1-26, to buy, purchase or acquire stock issued or to be issued by the Corporation.

ARTICLE VII - REGISTERED OFFICE

The address of the initial registered office is 41 Divot Drive, Priest Lake, Idaho 83856.
The initial registered agent at that address is MICHAEL BELLES.

ARTICLES OF INCORPORATION - 1

IDAHO SECRETARY OF STATE
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ARTICLE VIII - DIRECTORS

The initial board of directors shall consist of two directors, and the names and addresses of the persons who shall serve as the directors are:

<u>Name</u>	<u>Address</u>
MICHAEL BELLES	41 Divot Drive Priest Lake, Idaho 83856
KATIE BELLES	41 Divot Drive Priest Lake, Idaho 83856

ARTICLE IX - BYLAWS

The initial Bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the shareholder(s), shall be vested in the board of directors. The Bylaws may contain any provisions for the regulations and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE X**INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS**

The corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees and agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Idaho Code §30-1-5.

ARTICLE XI - INCORPORATORS

The names and business address of the incorporators are:

<u>Name</u>	<u>Address</u>
MICHAEL BELLES	41 Divot Drive Priest Lake, Idaho 83856
KATIE BELLES	41 Divot Drive Priest Lake, Idaho 83856

ARTICLE X

IN WITNESS WHEREOF, the undersigned incorporators of the above-named Corporation, have hereunto signed these Articles of Incorporation on this 20 day of February, 2014.


MICHAEL BELLES

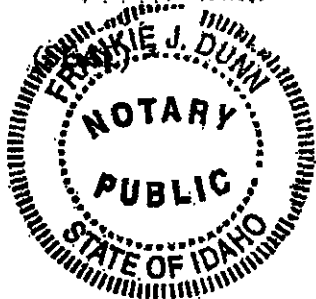

KATIE BELLES

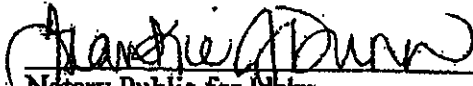
STATE OF IDAHO)

: ss.

County of Bonner)

On this 20th day of February, 2014, before me Frankie Dunn the undersigned Notary Public, personally appeared MICHAEL BELLES, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



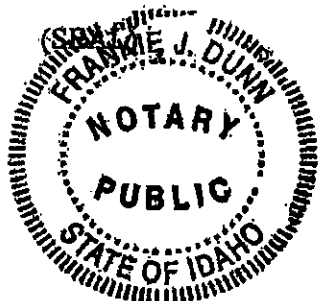

Notary Public for Idaho
Residing at Coolin ID
Commission Expires: 02-17-18

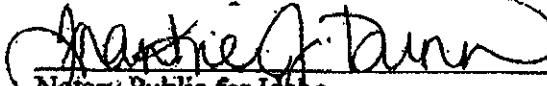
STATE OF IDAHO)

: ss.

County of Bonner)

On this 20th day of February, 2014, before me Frankie Dunn the undersigned Notary Public, personally appeared KATIE BELLES, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.




Notary Public for Idaho
Residing at Coolin ID
Commission Expires: 02-17-18