## AMENDED AND RESTATED ARTICLES OF INCORPORATION OF BLIND CANYON AQUARANCH, INC.

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## -FILED-

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The undersigned, Pat Windes, hereby certifies that he is the President of Blind Canyon Aquaranch, Inc., an Idaho corporation (the "Corporation"), and further certifies that:

- A. By action taken by: (i) the Corporation's Board of Directors (the "Board") by unanimous written consent, dated May 3, 2016; and (ii) the Corporation's shareholders at a special meeting of the shareholders held on May 3, 2016, the amendment and restatement set forth below to the Corporation's Articles of Incorporation was approved and duly adopted by the Corporation's directors and shareholders.
- B. The Articles of Incorporation are hereby amended and restated in their entirety in accordance with §§ 30-29-1003 and 30-29-1007 of the Idaho Business Corporation Act (the "Act").
  - 1. Name. The name of the corporation is Blind Canyon Aquaranch, Inc.
- 2. <u>Authorized shares</u>. The aggregate number of shares the corporation is authorized to issue shall be 100,000, all of which shall be common voting stock.
- 3. Registered office and agent. The registered office of the corporation is 2757 South 1050 East, Hagerman, Idaho 83332 and its registered agent at that address is Kim Lemmon.
- 4. <u>Corporate purpose</u>. The purposes for which this corporation is organized are any lawful purpose for which corporation may be incorporated under the Idaho Business Corporation Act, Title 30, Chapter 29, Idaho Code.
- 5. <u>Voting</u>. 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. Shareholders do not have the right to cumulate their votes for directors.
- 6. <u>Indemnification</u>. 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).
- 7. <u>Limitation of Liability</u>. 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 § 30-29-831, Idaho Code; or (iv) an intentional violation of criminal law.

8. <u>Mailing Address</u>. The mailing address of the corporation is 2757 South 1050 East, Hagerman, Idaho 83332.

The undersigned files these Amended and Restated Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto sets his name, hand and seal this 23 day of February, 2021.

Pat Windes, President