

**FILED/EFFECTIVE**

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SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
of  
DOMINGUEZ ENTERPRISES, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of **IDAHO** hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is DOMINGUEZ ENTERPRISES, INC..

**ARTICLE II  
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

1111 10TH STREET SOUTH  
NAMPA, ID 83651

**ARTICLE III  
SHARES**

The total number of shares which the corporation shall have authority to issue is 2 shares of no par value stock.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

MARIA JONES  
1111 10TH STREET SOUTH  
CANYON County  
NAMPA, ID 83651

IDAHO SECRETARY OF STATE  
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## **ARTICLE V PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## **ARTICLE VI DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

MANUEL DOMINGUEZ  
1111 10TH STREET SOUTH  
NAMPA, ID 83651

MARIA JONES  
1111 10TH STREET SOUTH  
Nampa, ID 83651

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE VII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

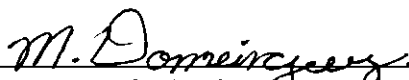
## **ARTICLE VIII OTHER PROVISIONS**

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

### **Certification**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

  
\_\_\_\_\_  
MANUEL DOMINGUEZ, Incorporator  
1111 10TH STREET SOUTH  
NAMPA, ID 83651