

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION**

2005 SEP 14 AM 8:52

**OF**

**ALANNA REAL ESTATE AND INVESTMENTS, INC.**

SECRETARY OF STATE

The undersigned incorporator, desiring to form a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation

**ARTICLE ONE**

The name of the corporation is **ALANNA REAL ESTATE AND INVESTMENTS, INC.**

**ARTICLE TWO**

The purpose for which the corporation is formed is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**ARTICLE THREE**

Subject to dissolution in the manner provided by law, the period of duration of the corporation is perpetual.

**ARTICLE FOUR**

The address of the corporation's initial registered office in Idaho is:

603 2<sup>nd</sup> Avenue East  
Jerome, Idaho 83338

The name of the corporation's initial registered agent at that address is:

S. Annala Goedhart

**ARTICLE FIVE**

The aggregate number of shares which the corporation has authority to issue is 100 shares. All of such shares are without par value.

IDAHO SECRETARY OF STATE  
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## ARTICLE SIX

The number of directors constituting the initial board of directors is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

S. Annala Goedhart  
603 2<sup>nd</sup> Avenue East  
Jerome, Idaho 83338

## ARTICLE SEVEN

The name and address of the incorporator is:

S. Annala Goedhart

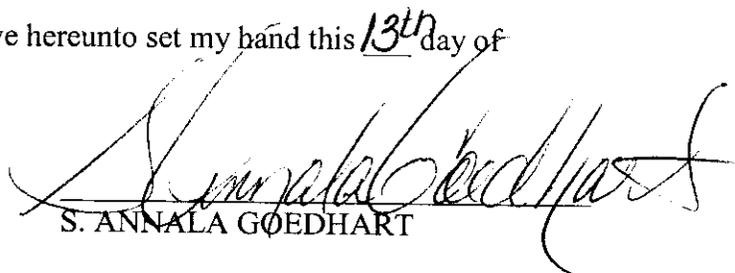
## ARTICLE EIGHT

The private property of the shareholders of this corporation is not subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription for shares.

## ARTICLE NINE

In the event the stockholders of the corporation ever elect to be taxed pursuant to the S corporation provisions of the Internal Revenue Code of 1986, as amended ("Election"), then to the extent allowed by law, the corporation and the Board of Directors will each year, on or before the due date(s) for estimated payment(s) of federal and applicable state and local income taxes, pay to the stockholders, by way of salary, bonus, dividend or otherwise, sufficient money for each stockholder to pay the federal and applicable state and local income taxes due for the applicable time periods. In the event of an Election, neither any stockholder nor any of the officers of the corporation may, without the prior written consent of the record holders of more than \_\_\_ percent of the then outstanding shares of stock in the corporation, make or effect any transfer of any shares of stock in the corporation that would cause a termination or invalidation of the Election.

IN WITNESS WHEREOF, I have hereunto set my hand this 13<sup>th</sup> day of September, 2005.

  
S. ANNALA GOEDHART

STATE OF IDAHO )  
 ) ss.  
County of Twin Falls )

On this 13th day of September 2005, before me, the undersigned, a Notary Public in and for said County and State, personally appeared S. ANNALA GOEDHART, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.



Kate Milani  
NOTARY PUBLIC FOR IDAHO  
Residing at Twin Falls  
My commission expires 05-14-07