



ARTICLES OF INCORPORATION

(General Business)

(Instructions on back of application)

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

FILED
2003 FEB -3 AM 8:48
SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

HB Enterprises, Inc.

Article 2: The number of shares the corporation is authorized to issue: 10,000 Common Voting Shares

Article 3: The street address of the registered office is: 500 Bell Drive Unit 5, Ketchum, ID 83340

and the registered agent at such address is: Laura Higdon

Article 4: The name of the incorporator is: Jeffrey A. Neel

and address of the incorporator is: PO Box 923, Bellevue, ID 83313-0923

Article 5: The mailing address of the corporation shall be:

PO Box 5991, Ketchum, ID 83340

Optional Articles:

(See Articles 6 through 9)

Article 6: Board of Directors (See Attached)

Article 7: Corporation Purpose (See Attached)

Article 8: Preemptive Rights (See Attached)

Article 9: Limitation of Liability (See Attached)

Signature of at least one incorporator:

Jeffrey A. Neel

Typed Name: Jeffrey A. Neel

Typed Name: _____

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

g:\corpforms\corp forms\startofincprofit.p65
Revised 07/2002

IDAHO SECRETARY OF STATE
02/03/2003 05:00
CK: 2062 CT: 135400 BH: 660685
1 @ 100.00 = 100.00 CORP # 2

c 147480

2003 FEB -3 AM 8:49
CLERK OF DISTRICT COURT
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

HB ENTERPRISES, INC.

OPTIONAL ARTICLES

Article 6: Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be two (2), and the names and addresses of the persons to serve as director until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Laura Higdon	PO Box 1057, Ketchum, ID 83340
Eric Boyer	PO Box 1057, Ketchum, ID 83340

Article 7: Corporate purpose. The purpose for which this corporation is organized is the transaction of any and all lawful business for which such corporations may be incorporated under the Idaho Business Corporation Act. The primary purposes for which this corporation is organized are home decorating services and metal sculpture.

Article 8: Preemptive Rights. The corporation elects to have preemptive rights.

Article 9: 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 his is not entitled; (ii) an intentional infliction of harm on the professional corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.