

200



ARTICLES OF INCORPORATION (General Business)

FILED EFFECTIVE

To the Secretary of State of the State of Idaho

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

2010 NOV 12 PM 12:12

SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

BM Barnes Inc.

Article 2: The number of shares the corporation is authorized to issue is:

200 at No Par Value

Article 3: The street address of the registered office is:

826 Alpine Avenue, Chubbuck, ID 83202and the registered agent at such address is: **Bryant Barnes**

Article 4: The name and address of the incorporator are:

Bryant Barnes - 826 Alpine Avenue, Chubbuck, ID 83202

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

826 Alpine Avenue, Chubbuck, ID 83202

Optional articles:

The initial officers and directors of the corporation are:

Bryant Barnes - 826 Alpine Avenue, Chubbuck, ID 83202 - President**Marci Barnes - 826 Alpine Avenue, Chubbuck, ID 83202 - Vice President**

Signature of an incorporator:

Bryant Barnes
Bryant Barnes

Customer Acct #:
(if nonpre-paid account)

Secretary of State use only

2010 NOV 12 PM 12:12

IDAHO SECRETARY OF STATE

11/12/2010 05:00
CK: 548472 CT: 172899 BH: 1246995
1 @ 38.00 = 38.00 CONVERSION # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

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STATEMENT AND PLAN OF CONVERSION

2010 NOV 12 PM 12:12

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 18, Idaho Code, the undersigned
business entity hereby adopts the following:

1. The name of the business entity currently on file with the Secretary of State:

B&M Barnes, L.L.C.

2. The form of business entity on file (before conversion) is (check only one):

- | | |
|--|--|
| <input type="checkbox"/> domestic business corporation | <input checked="" type="checkbox"/> domestic limited liability company |
| <input type="checkbox"/> domestic limited partnership | <input type="checkbox"/> domestic nonprofit corporation |
| <input type="checkbox"/> foreign business corporation | <input type="checkbox"/> foreign limited liability company |
| <input type="checkbox"/> foreign limited partnership | <input type="checkbox"/> foreign nonprofit corporation |
| <input type="checkbox"/> other _____ | |

3. The original date of formation of the converting entity is: 10/24/2005

4. The jurisdiction of formation of the converting entity is: Idaho

5. The name of the business entity (after conversion) will be:

BM Barnes Inc.

6. The form of business entity on file (after conversion) will be (check only one):

- | | |
|---|---|
| <input checked="" type="checkbox"/> domestic business corporation | <input type="checkbox"/> domestic limited liability company |
| <input type="checkbox"/> domestic limited partnership | <input type="checkbox"/> domestic nonprofit corporation |
| <input type="checkbox"/> foreign business corporation | <input type="checkbox"/> foreign limited liability company |
| <input type="checkbox"/> foreign limited partnership | <input type="checkbox"/> foreign nonprofit corporation |
| <input type="checkbox"/> other _____ | |

7. The manner of converting the interests in the converting entity into interests, securities, obligations, rights to acquire interests or securities, cash, or other property, or any combination of the foregoing:

To be set forth in the bylaws of the corporation.

8. The proposed public organic document of the filing entity to be on record with the Secretary of State's office is attached.

9. Any other terms and conditions the entity wishes to include in this Statement and Plan of Conversion:

Signed: Bryant Barnes

Typed Name: Bryant Barnes

Dated: 11/09/2010

Capacity: Manager

IDAHO SECRETARY OF STATE

11/12/2010 05:00

CK: 548472 CT: 172899 BH: 1246995

1 @ 38.00 = 38.00 CONVERSION # 2

1 @ 28.00 = 28.00 EXPEDITE C # 3

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