

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
AIR PRO, INC.

IDaho SECRETARY OF STATE
06/02/2003 05:00
CK: 33339 CT: 1490 DN: 683545
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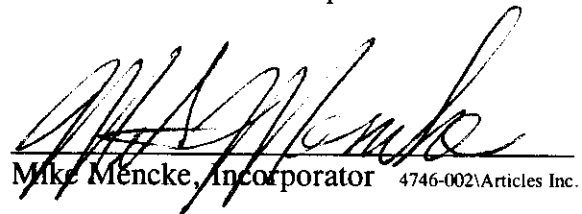
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SECRETARY OF STATE
STATE OF IDAHO

The Corporation's name is Air Pro, Inc.

2. **Authorized shares.** The aggregate number of shares the Corporation is authorized to issue shall be One Thousand (1,000). In that regard, One Hundred (100) of said shares shall be voting common stock, and Nine Hundred (900) of said shares shall be non-voting common stock. All shares, whether voting or non-voting, shall be without par value stock, and shall, once paid for, be non-assessable.
3. **Registered office and agent.** The registered office of the Corporation is Since you are a closely held company,, and its registered agent at that address is Mike Mencke.
4. **Incorporator.** The name of the Incorporator is Mike Mencke, and the Incorporator's address for purposes of these Articles is 505 West 20th Street, Idaho Falls, Idaho (83402).
5. **Voting Entitlement.** Each outstanding share of voting common stock is entitled to one (1) vote on each matter voted on at a Stockholders' meeting. Only voting common stock shares are entitled to vote.
6. **Preemptive Rights.** The Corporation elects to have preemptive rights.
7. **No Directors.** The Corporation shall have no Directors. Instead, the power to conduct and manage the affairs of the Corporation normally conferred or imposed upon Directors by the Idaho Business Corporation Business Act, Idaho Code Sections 30-1-101 *et seq.*, shall be conferred or imposed upon the Stockholders.
8. **Full Indemnification.** The Corporation shall indemnify the Officers and Stockholders 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).

In witness whereof, I have subscribed these Articles of Incorporation this 20th day of May, 2003.


Mike Mencke, Incorporator 4746-002\Articles Inc.

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