

FILED EFFECTIVE

AFTER FILING RETURN TO:

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P.O. Box 2527
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2016 JAN 12 AM 10:52

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

HIGH DESERT DEVELOPMENT, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, as it may be amended from time to time (the "Act"), adopts the following Articles of Incorporation:

1. Name. The name of the corporation is High Desert Development, Inc. (the "Corporation").

2. Authorized Shares. The Corporation shall issue one class of stock and the aggregate number of shares, no par value, that the Corporation shall have authority to issue is one hundred (100) shares of common stock.

3. Registered Office and Agent. The address of the initial registered office of the Corporation is 712 N. Troutner Way, Boise, Idaho 83712, and the name of its initial registered agent at such address is Joe Huarte.

4. Incorporator. The name and address of the incorporator is Joe Huarte, 712 N. Troutner Way, Boise, Idaho 83712.

5. Mailing Address. The mailing address of the Corporation shall be 712 N. Troutner Way, Boise, Idaho 83712.

6. Term of Existence. The term of existence of the Corporation is and shall be perpetual.

7. Corporate Purpose. The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Act.

8. 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 Idaho Code § 30-29-732. The number of directors constituting the initial board of directors shall

ARTICLES OF INCORPORATION - 1

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be three (3) and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders, or until their successors are elected and qualified, are:

Name	Address
Joe Huarte	712 N. Troutner Way Boise, ID 83712
Gregory T. Huarte	3983 Roblar Avenue Santa Ynez, CA 93460
L. David McKinney	5243 W. Hidden Springs Drive Boise, ID 83714

9. Terms of Classes or Series of Shares Determined by Board. The Board of Directors may determine, in whole or in part, the preferences, limitations and relative rights, within the limits of Idaho Code § 30-29-601, of (a) any class of shares before the issuance of any shares of that class or (b) one (1) or more series within a class before the issuance of any shares of that series. Each series must have preferences, limitations and relative rights identical with those of other shares of the same series and, except to the extent otherwise provided in the description of the series, with those of other series of the same class. Before issuing any shares of a class or series created under this section, the Corporation shall deliver to the Idaho Secretary of State for filing Articles of Amendment, which are effective without shareholder action, that set forth the information required by Idaho Code § 30-29-602.

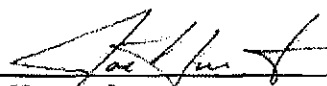
10. No Personal Liability. There shall be no personal liability, either direct or indirect, of any director of the Corporation to the Corporation or its shareholders for monetary damages for any breach or breaches of fiduciary duty as a director; except that this provision shall not eliminate the liability of a director to the Corporation or to its shareholders for monetary damages for any breach, act, omission or transaction as to which the Act (as in effect from time to time) prohibits expressly the elimination of liability. This provision is effective on the date of the Corporation's incorporation. This provision shall not limit the rights of directors of the Corporation for indemnification or other assistance from the Corporation. Any repeal or modification of the foregoing provisions of this Article by the shareholders of the Corporation, or any repeal or modification of the Act which permits the elimination of liability of directors by this Article, shall not affect adversely any elimination of liability, right or protection of a director of the Corporation with respect to any breach, act, omission, or transaction of such director occurring prior to the time of such repeal or modification.

11. Indemnification. In addition to the other powers now or hereafter conferred upon the Corporation by these Articles of Incorporation, the Act or otherwise, the Corporation shall possess and may exercise all powers to indemnify directors, officers, employees, fiduciaries, and other persons and all powers whatsoever incidental thereto (including, without limitation, the power to advance expenses and the power to purchase and maintain insurance with respect thereto), to the full extent permitted by Idaho law as now in effect and as amended from time to

time. The board of directors is hereby authorized on behalf of the Corporation, and without shareholder action, to exercise all of the Corporation's powers of indemnification, whether by provision in the Bylaws or otherwise.

IN WITNESS WHEREOF, I have subscribed these Articles of Incorporation this 6th
day of ~~October~~ 2015.

11 NOVEMBER



Joe Huarte, Incorporator

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ARTICLES OF INCORPORATION - 3

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