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2017 JAN 19 AM 10:25

SECRETARY OF STATE
STATE OF IDAHO

**Articles of Incorporation
for
Superior Gutter Company Inc.**

We the undersigned, all of legal age and sound mind and body, hereby agree to establish a corporation in the state of Idaho, and further agree to the following articles of incorporation.

**ARTICLE I
Name of Corporation**

This corporation will be named **Superior Gutter Company Inc.**, located at 512 N Coppertree Drive Nampa, ID 83651.

**ARTICLE II
Nature/Purpose of Business**

This corporation is being established for the purpose of: **To operate a for-profit S Corporation that specializes in residential and commercial gutter installations.**

**ARTICLE III
Membership/Board of Directors**

Members of this corporation will be **Jaimie C Maggard and Jeremy Nolting**

**ARTICLE IV
Registered Agent**

The registered agent for **Superior Gutter Company Inc.** is **Jaimie C Maggard**, located at 512 N Coppertree Drive Nampa, ID 83651.

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ARTICLE V

Stock

The number of shares of stock the corporation has the authority to issue is: 100 Shares. The shares will be divided between the two members of the corporation.

ARTICLE VI

Meetings/Statements

The board of directors, will meet once a year to discuss corporation business, elect new members, etc.

Annual statements from Superior Gutter Company Inc. will be distributed once a year to board of directors.

ARTICLE VII

Bylaws

The incorporator shall adopt the initial bylaws of the corporation. The stockholders may amend the bylaws at anytime by the provisions therein.

ARTICLE VIII

Duration/Dissolution

Superior Gutter Company Inc. will exist perpetually.

Upon dissolution, assets shall be distributed by the Board of Directors according to the applicable State statute. Further provisions regarding distribution upon dissolution shall be stated in the Corporation's bylaws.

ARTICLE IX

Liability

The corporation does indemnify any directors, officers, employees, incorporators, and shareholders of the corporation from any liability regarding the corporation and the business of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable Idaho state corporate statute.

ARTICLE X
Dispute Resolution

The undersigned agree that any disputes will be resolved via a third-party mediator.

ARTICLE XI
Regulation / Incorporator

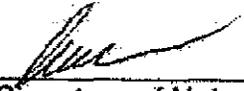
This document, and the corporation established herein, is subject to the laws and regulations of the state of Idaho.

Signed this 1st day of January, 2017:

Jaimie C Maggard
Name Incorporator
512 N Coppertree Dr
Nampa ID 83651


Signature

ANGELA Middleton
Notary Name


Signature of Notary
Commission expires: 8/6/20
Seal:

281



STATEMENT OF CONVERSION

Pursuant to § 30-22-405, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the form in duplicate.

Note: Conversion documents are complex. Please seek appropriate legal and/or financial advice before making this important business decision.

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SECRETARY OF STATE
STATE OF IDAHO

1. CONVERTING ENTITY:

Name: Superior Gutter Company LLC

Jurisdiction: Idaho

Type: Limited Liability Company

(Corporation, Limited Liability Company, Limited Partnership, etc...)

This is a domestic entity, and this plan of conversion was approved in accordance with § 30-22-403, Idaho Code.

This is a foreign entity, and this plan of conversion was approved in accordance with the law of its jurisdiction of formation.

2. CONVERTED ENTITY:

Name: Superior Gutter Company Inc.

Jurisdiction: Idaho

Type: S-Corporation

(Corporation, Limited Liability Company, Limited Partnership, etc...)

a. If this is a domestic entity or domestic limited liability partnership, please attach a copy of the entity's public organic record, or statement of qualification.

b. If this is a foreign entity please designate a registered agent in the space provided:

(Registered Agent Name)

(Address)

3. EFFECTIVE DATE OF CONVERSION:

Effective upon filing

On future date: _____

(Enter date - not more than 90 days in the future)

Printed Name: Jaimie C Maggard

Capacity: President

Signature: Jaimie Maggard

Secretary of State use only

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