

FILED EFFECTIVE

2013 SEP 12 PM 2:21

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

JDB FUNDING IDAHO, INC.

THE UNDERSIGNED, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE 1
NAME OF THE CORPORATION**

The name of the corporation is JDB Funding Idaho, Inc. (the "**Corporation**").

**ARTICLE 2
DURATION**

The Corporation's duration is perpetual.

IDAHO SECRETARY OF STATE
09/12/2013 05:00
CK: 1547302 CT: 172099 BH: 1389012
1 @ 100.00 = 100.00 CORP # 2

**ARTICLE 3
PURPOSES OF THE CORPORATION**

The Corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

**ARTICLE 4
SHARES**

4.1 Capital Stock. This Corporation is authorized to issue a total of ten thousand (10,000) shares of stock (without par value). The Corporation's capital stock shall be Common Stock with unlimited voting rights and the right to receive the net assets of the Corporation upon dissolution.

4.2 Reacquired Stock. Unless a resolution of the Board of Directors provides that reacquired shares of the Corporation's stock shall constitute authorized and unissued shares, any shares of stock reacquired by the Corporation shall be treasury shares. The Corporation may hold, use, resell, cancel or disposed of such reacquired stock free of any restrictions that would be imposed on the original issuance of such stock.

4.3 Preemptive Right. Shareholders shall have no preemptive right to acquire unissued shares or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares.

4.4 Voting. Every shareholder entitled to vote on any matter submitted to a vote at a meeting of shareholders, including election of directors of the Corporation and other corporate purposes, shall have the right to vote, in person or by proxy, one vote for each share owned by

such shareholder. Shareholders of the Corporation do not have the right to cumulate their votes for Board of Directors.

ARTICLE 5 REGISTERED OFFICE AND AGENT

The name of the Corporation's commercial registered agent or, if the Corporation does not have a commercial registered agent, either (i) the name and street address of the Corporation's noncommercial registered agent or (ii) the title of an office or other position with the Corporation if process is to be served on the holder of such office or position and the street address of the business office of that person is:

Name:	James Chalfant
Street address:	8400 West Franklin Road, Boise, Idaho 83709

ARTICLE 6 BOARD OF DIRECTORS

The number of directors constituting the Board of Directors of the Corporation will be no less than one (1) and no greater than five (5). Until changed as provided in the Corporation's Bylaws, the number of directors who constitute the Board of Directors is three (3). The names and addresses of the directors to serve as the initial directors are as follows:

<u>Name</u>	<u>Address</u>
James Chalfant	8400 West Franklin Road, Boise, Idaho 83709
Gayle Chalfant	8400 West Franklin Road, Boise, Idaho 83709
John Chalfant	8400 West Franklin Road, Boise, Idaho 83709

ARTICLE 7 INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Thomas Chandler	877 West Main Street, Suite 1000, Boise, Idaho 83702

ARTICLE 8 AMENDMENT OF ARTICLES AND BYLAWS

8.1 Reservation of Right to Amend. The Corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of stockholders of the Corporation are granted subject to this reservation.

8.2 Bylaws Amendment by Board of Directors. The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the Corporation and to adopt new Bylaws,

subject to repeal or change by vote of holders of a majority of shares of the Corporation's Common Stock.

ARTICLE 9 LIMITATION OF LIABILITY AND INDEMNIFICATION

9.1 Limitation of Liability. A director of this Corporation shall not be personally liable to this Corporation or its shareholders for money damages for any action taken, or any failure to take action, as a director except for liability for (i) the amount of a financial benefit received by a director to which the director is not entitled, (ii) an intentional infliction of harm on the Corporation or the shareholders, (iii) a violation of Idaho Code § 30-1-833, or (iv) an intentional violation of criminal law. If the Idaho Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of this Corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Business Corporation Act, as so amended.

9.2 Indemnification. The Corporation shall indemnify the directors and officers 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). Without limitation of the foregoing, the Corporation shall indemnify a director against liability (as defined in Idaho Code § 30-1-850(5)) to any person, for any action taken, or any failure to take action, as a director except for liability for (i) the amount of a financial benefit received by a director to which he is not entitled, (ii) an intentional infliction of harm on the Corporation or the shareholders, (iii) a violation of Idaho Code § 30-1-833, or (iv) an intentional violation of criminal law.

9.3 Accrual of Rights. Any repeal or modification of this Article 9 by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

DATED this September 12, 2013.



Thomas Chandler, Incorporator