FILED EFFECTIVE

SECRESTATE OF STATE

# ARTICLES OF INCORPORATION OF STEDMAN PROPERTIES, INC.

## ARTICLE I CORPORATE NAME

The name of this corporation shall be:

STEDMAN PROPERTIES, INC.

ARTICLE II EXISTENCE

This corporation shall have perpetual existence.

## ARTICLE III PURPOSES

This corporation is formed for the purpose and objective of transacting any and all lawful business for which corporations may be incorporated under Title 30 of the Idaho Code, including without limitation, operating a business which rents property it owns to other parties.

## ARTICLE IV CAPITALIZATION

The capital stock of this corporation shall consist of 100,000 shares of common stock, having no par value per share. Each of such shares shall be nonassessable upon receipt of full payment therefor. The capital stock of this corporation shall not be divided into classes, but shall consist of one class only, that being common stock. Each share of stock shall be entitled to one vote in all matters wherein the shareholders of the corporation shall be entitled to vote, and each share shall, in all respects, be equal to every other share.

ARTICLES OF INCORPORATION STEDMAN PROPERTIES, INC. -- 1

Creason, Moore, Dokken & Geidl, PLLC P.O. Drawer 835, Lewiston ID 83501 (208)743-1516; Fax(208)746-2231

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The capital stock shall be transferred in accordance with such rules and regulations as may be established from time to time by the Board of Directors and set forth in the bylaws of the corporation. All restrictions relative to the transfer of shares of stock of the corporation shall be specifically noted on the stock certificates issued by the corporation.

#### ARTICLE V REGISTERED OFFICE

The initial registered office of this corporation shall be located at 0225 Seventh Street, Lewiston, Idaho 83501. The initial registered agent of this corporation at such address shall be Kirk W. Stedman.

### ARTICLE VI INCORPORATORS AND INITIAL BOARD OF DIRECTORS

The below named individuals are the incorporators and shall constitute the initial Board of Directors who shall serve as the directors until the first annual meeting of shareholders or until their successors are duly elected and qualified.

Kirk W. Stedman 0225 Seventh Street Lewiston, ID 83501

#### ARTICLE VII LIMITED LIABILITY

The directors and officers of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer to the maximum extent permitted by Idaho statute, provided that such personal liability shall not be limited for any of the following acts:

1. For any breach of the director's or officer's duty of loyalty to the corporation or its stockholders;

ARTICLES OF INCORPORATION STEDMAN PROPERTIES, INC. -- 2

Creason, Moore, Dokken & Geidl, PLLC P.O. Drawer 835, Lewiston ID 83501 (208)743-1516; Fax(208)746-2231 2. For any acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law;

3. For any transaction from which the director or officer derived an improper personal benefit.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators and all of the initial directors hereinbefore named, do hereby make this certificate for the purpose of forming a corporation pursuant to the provisions of Title 30, Idaho Code, and do hereby certify that the facts hereinbefore set forth are true and correct.

Signed this H day of May, 2017.

Kirk W. Stedman

STATE OF IDAHO ) : ss.
County of Nez Perce )

On this Mh. day of May, 2017, before me the undersigned, a notary public in and for said State, personally appeared Kirk W. Stedman, known or identified to me to be the person who executed the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

Notary Public in and for said State
Residing at or employed in Lewiston.

My Commission Expires: 11/20/22

IDAMO SECRETARY OF STATE

05/16/2017 05:00

CK:11724 CT:9686 BH:1584254

16 100.00 = 100.00 CORP #2

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