

ARTICLES OF INCORPORATION

OF

RGB HOLDINGS, INC.

FILED/EFFECTIVE

FEB 13 AM 9:35

STATE OF IDAHO

1. **Name.** The name of the corporation is RGB Holdings, Inc.
2. **Authorized shares.** The aggregate number of shares the corporation is authorized to issue shall be 1,000,000 shares, consisting of 100,000 shares of Class A voting common stock and 900,000 shares of Class B nonvoting common stock. The rights of the holders of shares of Class A common stock and the shares of Class B common stock shall be identical in all respects, except that only the holders of Class A shares shall have voting rights.
3. **Registered Office and Agent.** The registered office of the corporation is 1250 Ironwood, Suite 320, Couer d'Alene, ID 83814 and its registered agent at that address is Scott Atkison.
4. **Incorporator.** The name of the incorporator is Scott Atkison and the incorporator's address is 1250 Ironwood, Suite 320, Couer d'Alene, ID 83814.
5. **Initial director.** Richard G. Bennett, 10236 Gibson Road, Hayden Lake, ID 83835, is the initial director.
6. **Preemptive Rights.** The corporation elects to have preemptive rights.

In witness whereof, I have subscribed these Articles of Incorporation this 11<sup>th</sup> day of February, 2003.

  
SCOTT ATKISON, Incorporator

IDAHO SECRETARY OF STATE  
02/18/2003 05:00  
CK: 23766 CT: 4643 BH: 663445  
1 @ 100.00 = 100.00 CORP # 2

C147745