

**ARTICLES OF INCORPORATION
OF
SCHIEFFELIN AND GIRD, INC.**

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

ARTICLE 1: Name

The name of the corporation shall be: Schieffelin and Gird, Inc.

ARTICLE 2: Number of Shares

The corporation is authorized to issue only one class of stock to be designated "Common Stock" with no par value per share. The total number of shares that the corporation is authorized to issue is One Hundred Thousand (100,000).

ARTICLE 3: Registered Office and Agent

The address of the registered office of the corporation is 360 Sun Valley Road East, Ketchum, ID 83340, and the name of its initial registered agent is Jeffrey L. Nelson.

ARTICLE 4: Incorporator

The name and address of the incorporator is Jeffrey L. Nelson, PO Box 1641, Sun Valley, ID 83353.

ARTICLE 5: Mailing Address

The mailing address of the corporation shall be: PO Box 1641, Sun Valley, ID 83353.

ARTICLE 6: Close Corporation

The corporation is a close corporation. The issued shares of all classes of stock of the corporation shall be held of record by not more than 35 persons.

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ARTICLE 7: Amendment to Articles

These Articles may be amended only upon the unanimous consent of the Directors.

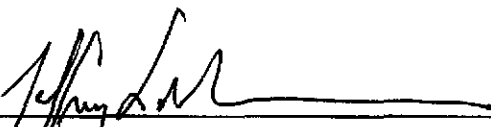
ARTICLE 8: Limitation of Liability

The liability of the shareholders and directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Idaho law. Any repeal or modification of the provision of this Article 9 shall not adversely affect any rights or protections to which the corporation's shareholders or directors were entitled prior to such repeal or modification.

ARTICLE 9: Indemnification of Directors and Officers

The corporation is authorized to provide indemnification for its directors and officers to the fullest extent permissible under Idaho law. Any repeal or modification of the provision of this Article 10 shall not adversely affect any rights or protections to which the corporation's directors or officers were entitled prior to such repeal or modification.

Dated: July 31, 2014



Jeffrey L. Nelson
Incorporator