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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF**

MATTHEW C DARRINGTON, Chtd.

The undersigned, being a natural citizen of the age of nineteen (19) years or more, a citizen of the United States and who is a resident of the United States and of whom is a resident of the State of Idaho, acting as incorporator of a professional service corporation hereinafter referred to as the "Corporation" under the provisions of Title 30, Chapters 1 & 13, Idaho Code, the Idaho General Business Corporation Act, hereinafter referred to as the "Act", adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is MATTHEW C DARRINGTON, Chtd.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

Section 1. **PURPOSES**: The purpose for which this Corporation is organized is to engage in the practice of law, and to carry on all other business incident thereto or connected therewith and to engage in any other lawful activities.

ARTICLE IV

Authorized Shares

The amount of the total authorized capital stock of this Corporation is 100 shares without nominal or par value, and which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed

from time to time by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further payment thereon.

ARTICLE V

Internal Affairs of the Corporation

Section 1. MEETINGS OF SHAREHOLDERS: Meeting of the shareholders of the Corporation may be held at such place, either within or without the State of Idaho, as may be provided in the Code of By-Laws. In the absence of any such provisions, all meetings shall be held at the registered office of the Corporation.

Section 2. CODE OF BY-LAWS: The initial Code of By-Laws of the Corporation shall be adopted by its Board of Directors and shall become effective upon ratification by the shareholders. The power to alter, amend, or repeal the Code of By-Laws or to adopt a new Code of By-Laws shall be contained in the Code of By-Laws and the Code of By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with the Act, or these Articles of Incorporation.

Section 3. AMENDMENTS OF ARTICLES OF INCORPORATION: The Corporation reserves the right from time to time to amend, alter, or repeal, or to add any provision to, its Articles of Incorporation, in any manner now or hereafter prescribed or permitted by the provisions of the Act, and any amendment thereto, or by the provisions of any other applicable statute of the State of Idaho and all rights conferred upon shareholders by the Articles of Incorporation, or any amendment thereto, are granted, subject to this reservation.

ARTICLE VI

Address of Initial Registered Office

REGISTERED OFFICE: The street address of the initial registered office of the Corporation is 615 H St., Rupert, Idaho 83350. The registered agent at said address is Matthew C Darrington.

MAILING OFFICE OF CORPORATION: The mailing address of the corporation shall be P.O. Box 396, Rupert, Idaho 83350.

ARTICLE VII

Data Respecting Directors

Section 1. INITIAL BOARD OF DIRECTORS: The initial Board of Directors shall consist of one (1) members.

Section 2. The names and post office address of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Matthew C Darrington	P.O. Box 396, Rupert, ID 83350

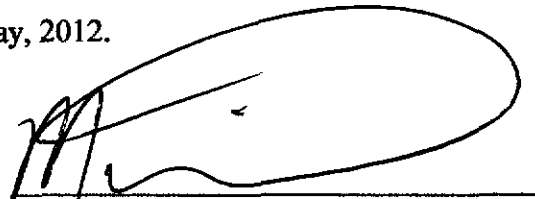
ARTICLE VIII

Data Respecting Incorporators

The names and addresses of the Incorporators of the Corporation and the number of shares of common stock subscribed by each are as follows:

<u>NUMBER OF SHARES</u>	<u>NAME</u>	<u>SUBSCRIBED TO EACH</u>	<u>ADDRESS</u>
	Matthew C Darrington	51	615 H St. Rupert, Idaho 83350

EXECUTED this 31th day of May, 2012.


Matthew C Darrington