

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION**  
**OF**  
The Cutting Edge Landscape Company

2015 MAY -1 PM 1:45  
SECRETARY OF STATE  
STATE OF IDAHO

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**ARTICLE I**  
**NAME OF CORPORATION**

The name of the corporation shall be The Cutting Edge Landscape Company

**ARTICLE II**  
**DURATION OF CORPORATION**

The duration of the corporation shall be perpetual.

**ARTICLE III**  
**CORPORATE PURPOSE**

The purposes for which the corporation is organized are to carry on any lawful business for which corporations may be organized under the Idaho Business Corporation Act, and to exercise all powers granted to a corporation formed under that Act, including any amendments thereto or successor statute that may be hereinafter enacted.

**ARTICLE IV**  
**CAPITALIZATION**

The aggregate number of shares this corporation shall have the authority to issue shall be 1,000 shares of non-assessable voting common stock having a par value of \$1.00 per share.

**ARTICLE V**  
**BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors is two (2). The number of directors may be increased or decreased from time to time by resolution of the directors, but the number of directors shall not be less than one (1) nor more than five (5). No decrease in the number of directors shall have the effect of shortening the term of any incumbent director. The names and addresses of the persons who are to serve until the first annual meeting of the shareholders and until their successors are elected and qualified are:

Robert B. Wheeler  
5407 Alworth  
Garden City, Idaho 83714

*C205794*  
IDAHO SECRETARY OF STATE  
05/01/2015 05:00

Benjamin T. Helton  
5407 Alworth  
Garden City, Idaho 83714

**ARTICLE VI  
NO PREEMPTIVE RIGHTS**

The owners of shares of stock shall not be entitled to preemptive rights to subscribe for or purchase any part of new or additional issues of stock or securities convertible into stock of any class whatsoever whether now or hereafter authorized, and whether issued for cash, property, services, by way of dividend or otherwise.

**ARTICLE VII  
NO CUMULATIVE VOTING**

There shall be no cumulative voting of shares.

**ARTICLE VIII  
AMENDMENT OF ARTICLES OF INCORPORATION**

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 and in accordance with the bylaws of the corporation then in effect. All rights of shareholders of the corporation are granted subject to this reservation.

**ARTICLE IX  
CREATION AND AMENDMENT OF BYLAWS**

The Board of Directors is expressly authorized to create, alter, amend or repeal the bylaws of the corporation and to adopt new bylaws, subject to repeal or change by unanimous vote of the shareholders. Nothing herein shall deny the concurrent power of the shareholders to adopt, alter, amend or repeal the bylaws.

**ARTICLE X  
LIMITATION ON DIRECTOR LIABILITY**

To the fullest extent permitted by Idaho law and subject to the bylaws of this corporation, a director of this corporation shall not be liable to the corporation or its shareholders for monetary damages for his or her conduct as a director. Any amendment to or repeal of this Article shall not adversely affect any right of a director of this corporation hereunder with respect to any acts or omissions of the director occurring prior to amendment or repeal.

**ARTICLE XI  
INDEMNIFICATION**

To the fullest extent permitted by its bylaws and Idaho law, this corporation is authorized to indemnify any of its officers, directors, employees and agents. The Board of Directors shall be entitled to determine the terms of indemnification, including advance of expenses, and to give effect thereto through the adoption of bylaws, approval of agreements, or by any other manner approved by the Board of Directors. Any amendment to or repeal of this Article shall not adversely affect any right of an individual with respect to any right to indemnification arising prior to such amendment or repeal.

**ARTICLE XII  
REGISTERED AGENT AND OFFICE**

The name and address of the registered agent and office of the corporation are:

Robert B. Wheeler  
5407 Alworth  
Garden City, Idaho 83714  
The mailing address shall be: P.O. Box 140436  
Boise, ID 83714

**ARTICLE XIII  
INCORPORATOR**

The name and address of the incorporator is as follows:

Robert B. Wheeler  
5407 Alworth  
Garden City, Idaho 83714

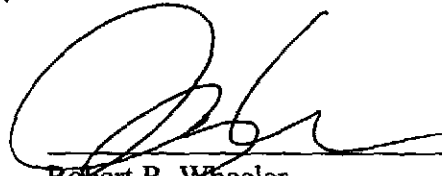
IN WITNESS WHEREOF, I have hereunto set my hand this 1<sup>st</sup> day of May, 2015.

  
Robert B. Wheeler

## **CONSENT TO APPOINTMENT AS REGISTERED AGENT**

I, Robert B. Wheeler, hereby consent to serve as Registered Agent in the state of Idaho for the above named corporation, to accept Service of Process in behalf of the Corporation, to forward license renewals and other mail to the Corporation, and to immediately notify the Office of the Secretary of State in the event of my resignation or of any changes in the registered office address.

DATED effective the 1<sup>st</sup> day of May, 2015.



Robert B. Wheeler