

**FILED/EFFECTIVE**

00 MAY 26 AM 8:32

ARTICLES OF INCORPORATION OF

Falcon Investments & Insurance, Inc.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, do hereby adopt the following articles of incorporation for such corporation:

ARTICLE I.

The name of the corporation is **Falcon Investments & Insurance, Inc.**

ARTICLE II.

The purpose for which the corporation is organized is investments, insurance and financial services. The corporation may also engage in any and all other lawful activities of a corporation organized under the Idaho Business Corporation Act.

ARTICLE III.

The period of the corporation's duration is perpetual.

ARTICLE IV.

The aggregate number of shares of common stock, no par value, which the corporation shall have authority to issue is 2,000.

ARTICLE V.

There shall be no preemptive rights to acquire shares of the corporation.

ARTICLE VI.

There shall be no cumulative voting of shares.

ARTICLE VII.

The address of the initial registered office of the corporation is, 1311 W. Northwood Center Court, Coeur d'Alene, ID 83814, and the name of its initial registered agent at such address is Todd M. Banducci.

ARTICLE VIII.

The number of directors constituting the initial Board of Directors of the corporation is one (1) and thereafter as determined from time to time by the by-laws of the corporation. The name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify are:

NAME	ADDRESS
Todd M. Banducci	1311 W. Northwood Center Court, Coeur d' Alene, ID 83814

ARTICLE IX.

A director 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 and shall be indemnified and held harmless by the corporation

IDAHO SECRETARY OF STATE

05/26/2000 09:00  
CX: 2010 CT: 131618 IN: 321344  
1 @ 100.00 = 100.00 CORP # 2

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