

**ARTICLES OF INCORPORATION**  
**OF**  
**F & R ENTERPRISES, INC.**

AUG 19 09:00  
2: PM '97  
IDaho SECRETARY OF STATE  
08/19/1997 09:00  
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KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned incorporator, being a natural person of full age and a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the Idaho Business Corporation Act and such other laws of the State of Idaho as are pertinent, and do hereby certify as follows:

**ARTICLE I**

**NAME**

The name of the corporation shall be F & R Enterprises, Inc.

**ARTICLE II**

**DURATION**

The corporation shall have perpetual existence.

**ARTICLE III**

**REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation is 669 West Criterion Street, Meridian, Idaho 83642 and the initial registered agent at this office is Richard A. Jones.

**ARTICLE IV**

**PURPOSE AND POWERS**

The nature of the business and the purpose of this corporation is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

## **ARTICLE V**

### **SHARES**

The authorized amount of capital of this corporation shall be 10,000 shares of common stock, with a par value of \$1.00 each, making an authorized aggregate capitalized stock at par value of \$10,000, which stock shall not be issued until fully paid for and once so issued shall not be subject to assessment. There shall be only one class of stock.

## **ARTICLE VI**

### **PREEMPTIVE AND PREFERENTIAL RIGHTS**

The stockholders of the corporation shall have preemptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and to any obligations of the corporation convertible into stock. Any stock or obligations convertible into stock issued by the corporation shall be first offered to the stockholders of the corporation.

## **ARTICLE VII**

### **DIRECTORS**

The number of Directors of the corporation shall be as specified in the Bylaws and the number of Directors may, from time to time, be increased or decreased as may be provided by the Bylaws; provided, however, that the number of the Directors constituting the Board shall not be fewer than the number required by law.

The initial Board of Directors shall consist of one Director, who shall serve until successors are hereafter elected and qualify, and who shall be:

Richard A. Jones

669 West Criterion Street  
Meridian, Idaho 83642

## **ARTICLE VIII**

### **SHAREHOLDER LIABILITY**

Without limiting Idaho Law in any way, the private property of the stockholders of the corporation shall not be subject to the payment of corporate debts; the corporate assets shall not be subject to the personal debts of the stockholders; and the shares of the corporation shall not be subject to assessment for the purposes of paying expenses, conducting business, or otherwise paying debts or obligations of the corporation.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the incorporator is:

Richard A. Jones

669 West Criterion Street  
Meridian, Idaho 83642

**IN WITNESS WHEREOF**, I have signed duplicate originals of these Articles of Incorporation, this 19th day of August, 1997.

  
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RICHARD A. JONES, Incorporator