



**Department of State.**

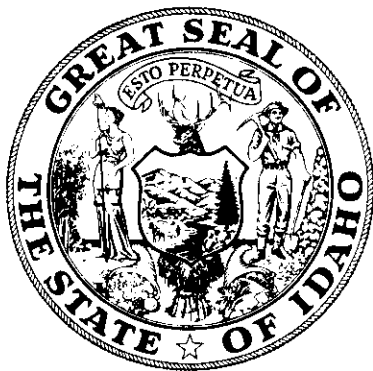
**CERTIFICATE OF AUTHORITY  
OF**

**LEASERITE, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **LEASERITE, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **LEASERITE, INC.** to transact business in this State under the name **LEASERITE, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **July 20**, 19 **81**.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Per Idaho Code, the un- 84-111 applies for a Certificate of Authority, of your State, and the following statement:

1. The name of the corporation is LEASERITE, INC.
2. \*The name which it shall use in Idaho is LEASERITE, INC.
3. It is incorporated under the laws of State of Utah
4. The date of its incorporation is March 14, 1973 and the period of duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 223 West 700 South, Salt Lake City, Utah 84101
6. The address of its proposed registered office in Idaho is XXXXXXXXXXXXX  
1250 E. Elm, Pocatello, Idaho 83201  
P.O. Box 83, Pocatello, Idaho 83201, and the name of its proposed registered agent in Idaho at that address is XXXXXXXXXXXXX Morris Kinghorn
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Lease and Finance Personal Property

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Warren L. Gates</u>	<u>President</u>	<u>967 E. Chelsea, Bountiful</u>
<u>Edward A. Heintz</u>	<u>Executive V. Pres.</u>	<u>1152 Michigan, Salt Lake City</u>
<u>William Stoddard</u>	<u>Vice President</u>	<u>4059 South Diana Way, Salt Lake City</u>
<u>Judith A. Martschenko</u>	<u>Sec-Treas.</u>	<u>2565 Green Oaks Dr. Bountiful</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>Common</u>	<u>\$1.00</u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by-classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1634</u>	<u>Common</u>	<u>\$1.00</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated May 15, 19 81.

LeaseRite, Inc.

By Warren L. Gates

Its \_\_\_\_\_ President

and Judith A. Martschenko  
Judith A. Martschenko

Its \_\_\_\_\_ Secretary

STATE OF Utah )  
 )ss:  
COUNTY OF Salt Lake )

I, Judith A. Martschenko, a notary public, do hereby certify that on this 15th day of May, 19 81, personally appeared before me Warren L. Gates, who being by me first duly sworn, declared that he is the President of LeaseRite, Inc.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Judith A. Martschenko  
Notary Public

\*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



Office of Lt. Governor/Secretary of State

I, DAVID S. MONSON, LT. GOVERNOR/SECRETARY OF STATE OF THE STATE OF UTAH, DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of the Articles of Incorporation of LEASERITE, INC., a Utah Corporation filed with this office on March 14, 1973.

AS APPEARS OF RECORD IN MY OFFICE.  
File #059219

IN WITNESS WHEREOF, I have  
hereunto set my hand and affixed the  
Great Seal of the State of Utah at Salt  
Lake City, this 18th day of  
June A.D. 1981.

*David S. Monson*

LT. GOVERNOR/SECRETARY OF STATE

RECEIVED  
OFFICE OF THE  
CLERK OF STATE

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ARTICLES OF INCORPORATION

OF

LeaseRite, Inc.

We, the undersigned natural persons of the age of 21 years or more, acting as incorporators of a corporation pursuant to the Utah Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of this corporation is LeaseRite, Inc.

ARTICLE II

Existence

The existence of the corporation shall be perpetual unless dissolved according to law.

ARTICLE III

Purposes

The general nature of the business to be transacted and the purposes for which the corporation is organized are as follows:

A. To engage in and carry on a general leasing business as an independent equipment lessor. To engage in, acquire, create, negotiate, own, hold, service, finance or assist in acquiring, financing of leases of every kind and nature including but not limited to leases of business machines, equipment and operating tools and implements of every kind and nature. To engage in discounting, selling, pledging, assigning, hypothecating with respect to leases of every kind and nature as allowed by law.

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B. To conduct all of the commercial and financial transactions pertaining to any of the business herein provided.

C. To acquire by purchase, lease or otherwise; to hold, own, deal in and otherwise manage and operate, to sell, transfer, rent, lease, mortgage, pledge, and otherwise dispose of or encumber any and classes of property whatsoever, whether real or personal, or any interest therein, as principal, agent or broker.

D. To acquire by purchase, assignment, grant, license or otherwise, to apply for, secure, lease or in any manner obtain to develop, hold, own, use, exploit, operate, enjoy, and introduce, to sell, assign, lease, mortgage, pledge, grant licenses and rights of all kinds in respect to, or otherwise dispose of to secure to it the payment of agreed royalties or other consideration, and generally to deal in and with and turn to account for any or all purposes, either for itself or as nominee or agent for others:

(1) Any and all inventions, devices, processes, discoveries and formulas, and improvements, and modifications thereof and rights and interests therein;

(2) Any and all letters patent or applications for letters patent of the United States of America or any other country, state or locality or authority, and any and all rights, interest and privileges connected therewith or incidental or appertaining thereto;

(3) Any and all copyrights granted by the United States of America or any other country, state, locality or authority, and any and all rights, interests, and privileges connected therewith or appertaining thereto; and

(4) Any and all trademarks, trade names,

trade symbols, labels, designs and other indicia of origin and ownership granted by or recognized under the laws of the United States of America or any other country, state, locality or authority connected therewith or incidental or appertaining thereto.

E. To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, script, warrants, rights, bonds, debentures, notes, trust receipts and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government, or by any state, territory, province, municipality or other political subdivision or by any government agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

F. To acquire and pay for in cash, stock or bonds of this corporation or otherwise, and the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

G. To borrow or raise monies for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and

other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, to sell, pledge, or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

H. To loan to any person, firm or corporation, any of the surplus funds of this corporation, either with or without security.

I. To purchase, hold, sell, and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

J. To have one or more offices, to carry on all of or any of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

K. To enter into joint ventures and partnerships with individuals, associations and/or other corporations.

L. In general to do any and all things that are incidental and conducive to the attainment of any above object and purpose, and to the same extent as natural persons might or could do,



which now or hereafter may be authorized by the laws of the United States and the State of Utah, as the Board of Directors may deem to the advantage of the corporation.

The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Utah or those within the purview of the general purposes of the corporation. The corporation may conduct its business anywhere within the State of Utah and may have branch businesses within the state or in any of the states of the United States or in any foreign country without in any way limiting the foregoing powers.

#### ARTICLE IV

##### Authorized Capital and Aggregate Shares

The aggregate number of shares which the corporation shall have the authority to issue is Fifty Thousand (50,000) shares of the par value of One Dollar (\$1.00).

The stock of this corporation is one class known as common stock, and with reference thereto, it is further agreed that:

(a) Non Assessability. The fully paid stock of this corporation shall be non assessable.

(b) Cumulative Voting. Cumulative voting of shares shall not be permitted.

(c) Pre-emptive Rights. The shareholders of the corporation shall have pre-emptive rights to acquire issued or unissued treasury shares of the corporation as provided under the Utah Business Corporation Act.

(d) Stock Dividends. Subject to limitations of applicable law, declared dividends may be paid wholly or in part

in shares of the corporation out of any treasury shares of the corporation.

#### ARTICLE V

##### Requirement Before Commencing Business

The corporation shall not commence business until consideration of the value of no less than One Thousand Dollars (\$1,000.00) has been received for the issuance of shares.

#### ARTICLE VI

##### Registered Office, Registered Agent and Place of Business

The post office address of the corporation's initial office is 344 Paxton Avenue, Salt Lake City, Utah 84115, and the name of the initial registered agent at such address is Warren L. Gates.

The principal place of business of the corporation is in Salt Lake City, Utah, and branch offices and additional places of business may be established and maintained for the carrying on of any part of the corporation business in such other place or places within or without the State of Utah, as the Board of Directors may from time to time determine.

#### ARTICLE VII

##### Board of Directors

The business and affairs of the corporation shall be managed and its corporate powers shall be exercised by the Board of Directors, consisting of not less than three (3) nor more than five (5) members whose qualifications, terms of office, and duties shall be prescribed by the By-Laws of the corporation.

ARTICLE VIII

First Board of Directors

The names and addresses of the persons who are to severally serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

Warren L. Gates	185 West 2000 South Bountiful, Utah
Janet J. Gates	185 West 2000 South Bountiful, Utah
Debra Eskelsen	5470 Sanford Drive Murray, Utah

The individuals above listed are also the incorporators of this corporation.

ARTICLE IX

Officers

The officers of this corporation shall consist of a president, one or more vice presidents, a secretary, and a treasurer, each of whom shall be elected by the Board of Directors at such time, in such manner and for such term of office as may be prescribed by law and any By-Laws of the corporation. Two or more offices may be held by one and the same person, except that one person shall not be both president and vice president.

ARTICLE X

By-Laws

The Board of Directors may adopt, amend and repeal at will such By-Laws as are not inconsistent with law, these Articles of Incorporation, corporate rights and vested privileges and the Utah Business Corporation Act.

ARTICLE XI

Officers and Directors Interest in Transactions

Unless otherwise prohibited by law, in the absence of

fraud, no contract or other transaction between this corporation and any other corporation or any partnership, or association will be affected or invalidated by the fact that any director or officer of this corporation is pecuniarily or otherwise interested in or is a director, member of or officer of such other corporation or of such firm, association or partnership or is a part to or is monetarily or otherwise interested in such contract or other transaction or in any way connected with any person or persons, firm, association, partnership or corporation, monetarily or otherwise interested therein; any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation for the purpose of authorizing any such contract or transaction with like force and effect as if he were not so interested, or were not a director, member or officer of such other corporation, firm, association or partnership.

#### ARTICLE XII

##### Invalidation

Any article, sub-paragraph or any part thereof of these Articles of Incorporation or amendments thereto at any time declared or adjudged by any court of competent jurisdiction to be in violation of any provision of law, shall not invalidate any of these Articles of Incorporation, amendments thereto, sub-paragraphs thereof or part thereof, not so declared or adjudged to be invalid.

#### ARTICLE XIII

##### Amendments

These Articles of Incorporation may be amended from time to time in any and as many respects as may be prescribed and desired in accordance with the provisions of the Utah Business

Corporation Act and laws amendatory thereto, by a majority vote of the Board of Directors and the vote or written assent of a majority of its voting capital stock entitled to vote at any special meeting of the shareholders when the notice thereof includes amending these Articles of Incorporation as part of the business of said annual meeting.

#### ARTICLE XIV

##### Non-Liability of Subscribers and Shareholders

The private property of the shareholders and subscribers to shares shall not be liable or subject to the debts and obligations of the corporation or its creditors and such holder of or subscriber to shares of the corporation shall likewise be under no obligation to said corporation or its creditors.

#### ARTICLE XV

##### Indemnity of Officers and Directors

The corporation shall indemnify any and all of its directors or officers or former officers or directors or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suits or proceedings in which they, or any of them, are made parties, or a party, be reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or persons shall be adjudged in such action, suit or proceedings to be liable for negligence or misconduct in the performance of duty. Such indemnification shall

not be deemed exclusive of any other rights to which those indemnified shall be entitled, under any By-Law, agreement, vote of shareholder or otherwise.

DATED this 13<sup>th</sup> day of March, 1973, at Salt Lake City, Utah.

Warren L. Gates  
WARREN L. GATES

Janet J. Gates  
JANET J. GATES

Debra Eskelsen  
DEBRA ESKELSEN

STATE OF UTAH )

County of Salt Lake ) : ss

I, GLEN M. RICHMAN, a Notary Public, hereby certify that on the 13<sup>th</sup> day of March, 1973, personally appeared before me WARREN L. GATES, JANET J. GATES and DEBRA ESKELSEN, who, being by me first duly sworn, severally declared that they are the persons who signed the foregoing instrument, as incorporators, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13<sup>th</sup> day of March, 1973.

Glen M. Richman  
NOTARY PUBLIC  
Residing at Salt Lake City, Utah

My commission expires:

aug-11, 1973