

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

#### INVESTMENT PLANNING CORPORATION

was filed in the office of the Secretary of State on the **Fourth** day of **April**, A.D. One Thousand Nine Hundred **Sixty**, and duly recorded on Film No. **111** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

**Boise,** in the County of **Ada.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **4th** day of **April**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
INVESTMENT PLANNING CORPORATION

\* \* \* \* \*

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being citizens of the United States of America and over the age of twenty-one years, do, under and in pursuance of the general corporation laws of the State of Idaho, hereby voluntarily associate ourselves, and such other persons as may hereafter become associated with us, for the purposes of forming a private corporation, and we hereby certify as follows:

I.

That the name of this corporation is, and shall be  
INVESTMENT PLANNING CORPORATION.

II.

That the purposes for which this corporation is formed are as follows:

To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, and selling or otherwise disposing of the same, or any part thereof, or interest therein.

To carry on the business of share dealers or financial agents in all transactions relating to the sale, transfer, or exchange of every description of stocks, shares, debentures, bonds, mortgages, freehold, or leasehold property, life interests, reversions or other

securities or investments for money, and all transactions and negotiations on commission or otherwise relating to such business; and to advance or negotiate the advance of money at interest on securities or otherwise; and to carry on the business of stock and share brokers, land, estate, and mortgage agents, and brokers in all branches.

To underwrite, subscribe for, buy, sell, pledge, mortgage, hold, and otherwise deal in stocks, bonds, obligations, or securities of any private or public corporation, government, or municipality, trusts, syndicates, partnerships, or individuals, and to do any other act or thing permitted by law for the preservation, protection, improvement, or enhancement of the value of such shares of stock, bonds, securities, or other obligations, including the right to vote thereon.

To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign.

To enter into, make, perform and carry out contracts of every kind, amount and character, with any person, firm, association, partnership or corporation.

To appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation as may be determined.

To enter into contracts or obligations of any type or kind, essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation.

To conduct business in this state, other states, District of Columbia, territories and colonies of the United States and in foreign countries, and to have one or more offices and places of business out of this state, and to acquire, receive, hold, purchase, lease, mortgage, dispose of, and/or convey real and personal property situate out of this state.

In addition to the foregoing powers, also to have all authority, power or right granted to corporations by the constitution and laws of the State of Idaho, and any acts amendatory thereto or supplementary thereof:

To do and perform every act or thing necessary to carry out the above enumerated purposes, calculated directly or indirectly to the advancement of the interest of said corporation and to the enhancement of the value of its stock or property of any kind or character.

### III.

That the period of existence of this corporation shall be perpetual.

IV.

That the location of the principal office for the transaction of the business of the corporation shall be in the City of Boise, Ada County, State of Idaho.

V.

That the total authorized amount of the capital stock of this corporation is Ten Thousand (\$10,000.00) Dollars, which shall be divided into ten thousand (10,000) shares of common stock, the par value of each share shall be One (\$1.00) Dollar, and each share of common stock shall have the same rights and privileges, and the same to be fully paid, and non-assessable.

VI.

That the name and post office address of each of the incorporators and the number of shares for which each subscribes is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER SHARES</u>
Keith E. Putnam	2417 Weaver Circle Boise, Idaho	500
John P. Young	2700 Esquire Drive Boise, Idaho	500
Alen M. Denese	Box 373 Lewiston, Idaho	500
Yamato Larry Sugahiro	349 S. E. 7th Avenue Ontario, Oregon	500

VII.

The private property of the shareholders of the corporation shall not be subject to the payment of corporate debts or obligations to any extent whatever.

## VIII.

less than three, nor more than seven members; provided, however, that the first Board of Directors of the corporation shall be comprised of three members, to serve until the first annual meeting of the shareholders, or until their successors are elected and qualified.

IN WITNESS WHEREOF, We, the undersigned, being each of the original subscribers to the capital stock hereinbefore named, have hereunto set our hands and seals this 4<sup>th</sup> day of April, 1960.

and seals this 4<sup>th</sup> day of April, 1960.

Keith E. Putnam  
KEITH E. PUTNAM

*John P. Young*  
JOHN P. YOUNG

Alen M. Denese  
ALEN M. DENESE

Yamato Larry Sugahiro  
YAMATO LARRY SUGAHIRO

STATE OF IDAHO )  
 ) ss.  
County of Ada )

On this 4th day of April, 1960, before me, the undersigned, a Notary Public in and for said State, personally appeared KEITH E. PUTNAM, JOHN P. YOUNG, ALEN M. DENESE and YAMATO LARRY SUGAHIRO, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal on the day last above written.

*Don W. Hawley*  
Notary Public for Idaho  
Residence: Boise, Idaho