

## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

**SUNRISE, INC.**

was filed in the office of the Secretary of State on the **First** day of **May** A.D., One Thousand Nine Hundred **Seventy-three** and ~~/will be~~ duly recorded on ~~Film-No.~~ **Film** 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

**Burley, Idaho**

in the County of

**Cassia**

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 **1st** day of **June**, A.D., 19 **73**.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

# ARTICLES OF INCORPORATION

OF

SUNRISE, INC.

KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, being three or more natural persons of full age, at least two-thirds of whom are citizens of the United States or of its territories or possessions, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and to that end hereby adopt Articles of Incorporation as follows:

## ARTICLE I.

The name of the corporation is SUNRISE, INC.

## ARTICLE II.

The corporation is formed for the following purposes:

1. To purchase, acquire and establish the business to be known and designated as "Magic Valley Showkase", to manage and operate said business under the name "Magic Valley Showkase" or such other name or names as may be deemed advisable, and to do any and all things necessary, requisite and attendant to the operation of said business, including the retail sale of household appliances, television sets, floor coverings and any and all items of household goods, furniture, furnishings, equipment and appliances.
2. To purchase or otherwise acquire, own, hold lease, sell, exchange, assign, transfer, mortgage or otherwise dispose of or hypothecate real estate and/or personal property and any interest in and to said real estate and/or personal property.

3. To engage in any legitimate business that the officers of the corporation may deem advisable for the best interests of said corporation and the stockholders thereof; and in connection therewith, to purchase or otherwise acquire or hold, lease, sell, exchange, assign, transfer, mortgage or otherwise dispose of or hypothecate real estate and personal property and any interest therein acquired or to be acquired in connection with the operation of said business.
4. To apply for, receive and hold all licenses that may be necessary or required from any licensing agency, federal, state, municipal or foreign, for conducting any business in which the corporation may hereafter be engaged.
5. To buy, sell, make, deliver and/or negotiate promissory notes, drafts, contracts of sale, bills of exchange, trust receipts and other evidences of debt and/or evidences of ownership.
6. To purchase, own, hold, buy and sell stocks of other corporations and/or bonds of every type and nature.
7. To enter into any kind of a contract or agreement, co-operative or profit sharing plan with its officers and/or employees that the corporation may deem advantageous or expedient or otherwise beneficial or desirous to reward or pay such persons for their services.
8. To purchase, lease or otherwise acquire in whole or in part the business, good will, rights, franchises and property of every kind and nature, and to undertake the whole or any part of the assets of and the liabilities of any person, firm, association or corporation engaged in or authorized to conduct any lawful business, and to own property necessary or suitable for the operation of such business so acquired, and to pay for the same in cash, or in the stock of this corporation, or otherwise; and to hold, or in any manner dispose of the whole or any part of the business so acquired and to exercise all powers necessary or incidental to the conducting of such business.
9. To borrow money and to issue bonds, debentures, notes and other obligations of this corporation from time to time for any lawful objects or purposes of this corporation, and to mortgage, pledge, hypothecate and/or convey in trust any and all of its property to secure the payment thereof, and this corporation is specifically authorized to borrow money from any of its stockholders, members or officers and to lend money to any of its stockholders, members or officers.

10. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with any person, state, or government or any subdivision, district or department thereof.

11. To engage in any type of lawful business, including, but not exclusive to the operation of a business for the retail sale of household furniture, appliances and floor coverings to the general public together with any and all business and transactions incidental, appurtenant and attendant thereto.

12. To purchase and/or sell any and all stocks of the said corporation.

### ARTICLE III.

The duration of the corporation is perpetual.

### ARTICLE IV.

The location and post office address of the registered office of the corporation in the State of Idaho is 1253 Hansen Avenue, Burley, County of Cassia, Idaho 83318.

### ARTICLE V.

The corporation is authorized to issue FIVE HUNDRED (500) shares of no par-value stock.

### ARTICLE VI.

The name and post office addresses of each of the incorporators and the names and class of shares for which each has subscribed are;

| <u>NAME</u>       | <u>ADDRESS</u>                            | <u>SHARES</u> | <u>CLASS</u> |
|-------------------|---|---------------|--------------|
| Noel Bowcut       | 600 E. Highway 30<br>Burley, Idaho 83318  | 1             | Common       |
| C. Joseph Preston | 820 East 200 South<br>Burley, Idaho 83318 | 1             | Common       |

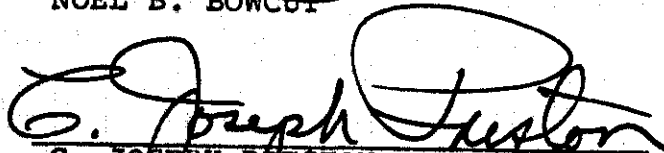
| <u>NAME</u>      | <u>ADDRESS</u>                                 | <u>SHARES</u> | <u>CLASS</u> |
|------------------|--|---------------|--------------|
| Keenan J. Redder | 574 Cedar Drive<br>Burley, Idaho 83318         | 1             | Common       |
| Gail P. Hymas    | 1609 Cedar<br>Route # 3<br>Rupert, Idaho 83350 | 1             | Common       |

## ARTICLE VII.

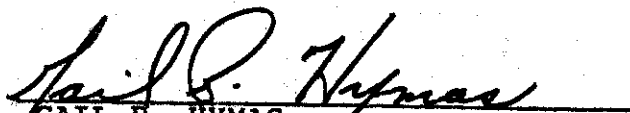
The shares of authorized stock shall be classified as common stock and each share shall be entitled to one (1) vote in all corporate matters wherein the votes of the shareholders may be considered.

EXECUTED IN TRIPLICATE on May 31<sup>st</sup>, 1973.

  
NOEL B. BOWCUT

  
C. JOSEPH PRESTON

  
KEENAN J. REDDER

  
GAIL P. HYMAS

STATE OF IDAHO )  
                              : ss.  
County of Cassia)

On this 31 day of May, 1973, before me, the undersigned, a Notary Public in and for said State, personally appeared NOEL B. BOWCUT, C. JOSEPH PRESTON, KEENAN J. REDDER and GAIL P. HYMAS, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation and known to me to be the persons who have subscribed to stock in said corporation, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this instrument first above written.

Billy Joe Mackeson  
NOTARY PUBLIC FOR IDAHO  
Residing at Burley, Idaho

(SEAL)