

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

INTERMOUNTAIN DEVELOPMENT CO., INC.

was filed in the office of the Secretary of State on the 14th day of February A.D. One Thousand Nine Hundred Fifty-five and duly recorded on Film No. 89 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 Pocatello in the County of Bannock

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

14th day of February
A.D., 1955 .

Secretary of State.

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
INTERMOUNTAIN DEVELOPMENT CO., INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, President and Secretary, respectively, of the Intermountain Development Co., Inc., an Idaho Corporation, hereby certify as follows:

That Intermountain Development Co., Inc., is a corporation duly organized and existing under and by virtue of the Laws of the State of Idaho.

That a special meeting of the shareholders of the said corporation was held in Room 307 in the Kane Building in Pocatello, Bannock County, State of Idaho, at the hour of eight o'clock p.m., on Monday, December 12, 1955; that said meeting was held pursuant to due and legal notice of said meeting, and a signed Waiver by all the stockholders consenting to and agreeing to the holding of said meeting at said time and place. That said special meeting was called for the purpose of amending the Articles of Incorporation to increase the number of shares of stock in said corporation and classify said shares as Class A Common Stock with a par value of \$1.00 per share, and Class B Common Stock with a par value of 1¢ per share; and to amend Articles VI, VII and VIII of said Articles of Incorporation as are more particularly set forth hereinafter in this certificate.

That at the time of said meeting, the total number of shares of stock of said corporation entitled to vote was 25,070 shares; that present at said meeting, in person or by proxy, and voting at said meeting were 25,070 shares; that at said meeting the following resolution, amending the Articles of Incorporation was regularly proposed, by the shareholders of Intermountain Development Co., Inc., an Idaho Corporation, as follows:

"BE IT RESOLVED, That Article VI of the Articles of Incorporation of said Intermountain Development Co., Inc., be amended so that as amended, it shall read as follows:

"VI.

That the amount of authorized capital stock of this corporation shall be FIVE HUNDRED THOUSAND DOLLARS (\$500,000.00) divided

into FOUR HUNDRED NINETY-FIVE THOUSAND SHARES of Class A Common stock of the par value of One Dollar (\$1.00) per share, and FIVE HUNDRED THOUSAND SHARES of Class B Common Stock of the par value of One Cent (1¢) per share.*

BE IT FURTHER RESOLVED, that Article VII of the Articles of Incorporation of said corporation be amended so that as amended, it shall read as follows:

*VII.

That the amount of said capital stock, i.e., Nine Hundred Ninety-five Thousand Shares, shall be non-assessable, and all of such shares shall have equal rights and privileges, including equal ~~equal~~ voting power, with the exception that in the payment of dividends or the distribution of assets in the event of dissolution, then the rights and privileges of said shares will be based upon the par value of said shares.*

BE IT FURTHER RESOLVED, that Article VIII of the Articles of Incorporation of said corporation be amended so that as amended, it shall read as follows:

*VIII.

That the amount of said capital stock that has been actually subscribed is twenty shares of Class A Common Stock, and the names and residences of the persons who have subscribed therefor, and the number of shares subscribed by each, are as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Clinton R. Rupp	773 Birch St., Pocatello, Ida.	5 Class A
Mary F. Rupp	773 Birch St., Pocatello, Ida.	5 Class A
Wayne G. Taylor	950 Willow Lane, Pocatello, Ida.	5 Class A
Lyle Leslie	767 Birch St., Pocatello, Idaho	5 Class A

That the foregoing named incorporators are all persons of full age and fully competent, and that all of them are citizens of the United States of America.*"

It was moved and seconded that the foregoing resolution be adopted; the motion was put to vote by ballot, and the vote was as follows: 25,070 shares voted in favor of the adoption of the resolution. No shares voted against the adoption of the resolution.

All of the stock of the corporation having voted in the affirmative, the President declared the motion carried and the resolution adopted, and that the Articles of Incorporation are so amended.

It was moved and seconded that the President and Secretary of the corporation be, and they are hereby instructed to prepare, certify and sign under oath triplicate originals, setting forth the amendments and the adoption thereof, and file the same with the Secretary of State of the State of Idaho, and in the office of the County Recorder of Bannock County, Idaho.

Motion was voted upon and carried unanimously.

Clinton R. Rupp
President of Intermountain Development Co., Inc.

Mary F. Rupp
Secretary of Intermountain Development Co., Inc.

ATTEST:

Mary F. Rupp
Secretary

SUBSCRIBED AND SWORN TO BEFORE ME this 15th day of December, 1955.

Arthur P. Oliver
NOTARY PUBLIC for Idaho,

Residing at Pocatello, Idaho

My Com. Exp.: Jan. 1, 1959

STATE OF IDAHO)
) ss.
COUNTY OF BANNOCK)

On this 15th day of December, 1955, before me, the undersigned, a Notary Public in and for said County and State, personally appeared, Clinton R. Rupp and Mary F. Rupp, known to me to be the President and Secretary, respectively, of Intermountain Development Co., Inc., and acknowledged to me that such corporation executed the within instrument.

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

Arthur P. Oliver
NOTARY PUBLIC for Idaho,

Residing at Pocatello, Idaho

My Com. Exp.: Jan. 1, 1959.