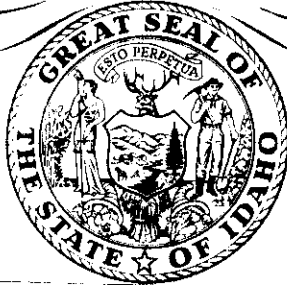


State of Idaho



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

BLACKER APPLIANCE & FURNITURE OF TWIN FALLS, INC.

was filed in the office of the Secretary of State on the **eighteenth** day of **May**, A.D. One Thousand Nine Hundred **Fifty-Nine**, and duly recorded on Film No. **107** 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 **Caldwell**, in the County of **Canyon**.

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 **18th** day of **May**, A.D., 19 **59**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 BLACKER APPLIANCE & FURNITURE OF TWIN FALLS, INC.

4
5 KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned,
6 being natural persons of full age and citizens of the United States
7 of America, in order to form a corporation for the purposes herein-
after stated pursuant to the Business Corporation Act of the State
of Idaho, do hereby certify as follows:

8 I

9 The name of this corporation is: BLACKER APPLIANCE &
10 FURNITURE OF TWIN FALLS, INC.

11 II

12 The purposes for which this corporation is formed are:

13 (a) To buy and sell electrical appliances, supplies, fix-
tures and equipment, including radios, radio parts, and radio equip-
14 ment, vacuum sweepers, television sets, television parts, television
equipment, washing machines, refrigerators, refrigeration units and
15 other like articles; to engage in the electrical contracting busi-
ness, and to carry on any business or transaction ordinarily carried
16 on by electrical retail and wholesale supply men and electrical con-
tractors.

17 (b) To engage in buying, owning and selling of all kinds
of hardware at wholesale and retail.

18 (c) To engage in the buying and selling or otherwise
19 dealing and trading in furniture, fixtures, furnishings, and other
kinds of goods, wares and merchandise.

20 (d) To construct and erect buildings or structures upon
21 and to improve and maintain any and all real property owned, leased
or held by this corporation; and to equip, improve and generally
22 operate any and all personal property owned by this corporation.

23 (e) To purchase, hold, sell and transfer the shares of
its own capital stock; provided, it shall not use its funds or pro-
24 perty for the purchase of its own shares of capital stock when such
use would cause any impairment of its capital; and provided further
25 that the shares of its own capital stock owned by it shall not be
voted upon directly or indirectly.

26 (f) To enter into, make, perform and carry out contracts
27 of every sort and kind which may be necessary or desirable for the
furtherance of the business of this corporation, with any persons,
28 firms, corporations, associations, any state, territory, or munici-
pality of the United States or any foreign country, government or
29 body politic.

30 (g) To acquire and hold all or any part of the capital
stock, assets, or good will of any business, of any person, firm,
31 association or corporation engaged in any business in whole or in
part similar to that of this corporation, consistent with the ob-
32 jects and purposes of this corporation, and to hold, utilize and in

1 any manner dispose of the whole or any part of the stock assets, good
2 will and rights so acquired and to conduct in any lawful manner in
3 whole or in part any business so acquired, and to undertake or assume
4 the whole or any part of the obligations or liabilities of any per-
5 son, firm, association or corporation engaged in the business so
6 acquired.

7 (h) To borrow money for any purpose of this corporation,
8 without limit as to amount, and to issue bonds, debentures, notes
9 or other evidences of indebtedness, secured or unsecured, of this
10 corporation for the moneys so borrowed, or in payment for property
11 acquired, or for any other objects or purposes of this corporation,
12 or in connection with its business; to secure payment of such debenture,
13 notes or other obligations by mortgages or pledges or other
14 liens upon any or all of the property of this corporation whereso-
15 ever situated.

16 (i) To carry out all or any part of the foregoing objects,
17 or purposes as principal or agent, or otherwise, either alone or
18 in conjunction with any person, association or other corporation and
19 in any part of the world; and in carrying on its business and for
20 the purpose of attaining or furthering any of its objects or purposes,
21 to make and perform such contracts of any kind and description, to
22 do such acts and such things, and to exercise any and all such powers
23 as a natural person could lawfully make, perform do or exercise,
24 provided that the same be not inconsistent with the objects or pur-
25 poses of this corporation, or the statutes of the State of Idaho.

26 (j) To conduct its business in all or any of its branches
27 in the State of Idaho, and in any and all other states, territories,
28 possessions, colonies and dependencies of the United States of
29 America and in the District of Columbia, and in any or all foreign
30 countries, and to have one or more offices within or outside of the
31 State of Idaho.

32 (k) The objects as specified herein shall, except as
otherwise expressed be in no way limited or restricted by reference
to or inference from the terms of any other clause or paragraph of
these articles. The objects, purposes and powers specified in each
of the clauses or paragraphs in these Articles shall be regarded as
independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and
the enumeration thereof shall not be held to limit or restrain in
any manner the general powers now or hereafter conferred on this
corporation by the statutes of the State of Idaho.

III

The period of existence and the duration of the life of
this corporation shall be perpetual.

IV

The location and post office address of the registered
office of this corporation in the State of Idaho shall be Caldwell,
in the County of Canyon, State of Idaho.

V

This corporation is authorized to issue one class of
shares of its capital stock to be designated as common stock; the
total number of shares of common stock which this corporation shall

GIGRAY & BOYD
ATTORNEYS AT LAW
CALDWELL, IDAHO

1 be authorized to issue is 500. The aggregate par value of the
2 capital stock of this corporation shall be \$50,000.00; and the par
value of each of said shares of common stock shall be \$100.00.

3 VI

4 The names and post office addresses of each of the incor-
5 porators of this corporation and the number of shares of said common
capital stock subscribed by each of those incorporators are as
follows:

6	7 <u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>SHARES SUBSCRIBED</u>
8	T. C. Blacker	Caldwell, Idaho	One
9	Edwin O. Cook	Caldwell, Idaho	One
	Jack V. Madison	Nampa, Idaho	One

10 Each of the persons above enumerated as incorporators
is a natural person over the age of 21 years and is a citizen of the
United States of America.

11 VII

12 The capital stock of this corporation shall be non-assess-
13 able; and the private property of the shareholders in this corpora-
14 tion shall not be liable for the debts, obligations or liabilities
of this corporation.

15 VIII

16 A director of this corporation shall not be required to
17 be a holder of any of the shares of the common capital stock of the
corporation.

18 IN WITNESS WHEREOF, We, the undersigned, for the purpose
19 of forming this corporation under the statutes of the State of
Idaho, have executed these Articles of Incorporation this 11th day
20 of May, 1959.

21 T. C. Blacker
22 T. C. Blacker

23 Edwin O. Cook
24 Edwin O. Cook

25 Jack V. Madison
26 Jack V. Madison

1 STATE OF IDAHO)
2 County of Canyon) ss.

3 On this 12th day of May, 1959, before me, the
4 undersigned, a Notary Public in and for said State, personally
5 appeared T. C. BLACKER, known to me to be one of the persons whose
6 name is subscribed to the within instrument, and acknowledged to me
7 that he executed the same, and I further certify that said person
8 acknowledged that he was over the age of 21 years and was a citizen
9 of the United States of America.

10 IN WITNESS WHEREOF, I have hereunto set my hand and af-
11 fixed my official seal the day and year in this certificate first
12 above written.

13 Wm. F. Gray, Jr.
14 Notary Public for Idaho
15 Residing at Caldwell, Idaho.

16 STATE OF IDAHO)
17 County of Canyon) ss.

18 On this 12th day of May, 1959, before me, the
19 undersigned, a Notary Public in and for said State, personally
20 appeared EDWIN O. COOK, known to me to be one of the persons whose
21 name is subscribed to the within instrument, and acknowledged to me
22 that he executed the same, and I further certify that said person
23 acknowledged that he was over the age of 21 years and was a citizen
24 of the United States of America.

25 IN WITNESS WHEREOF, I have hereunto set my hand and af-
26 fixed my official seal the day and year in this certificate first
27 above written.

28 Wm. F. Gray, Jr.
29 Notary Public for Idaho
30 Residing at Caldwell, Idaho.

31 STATE OF IDAHO)
32 County of Canyon) ss.

33 On this 12th day of May, 1959, before me, the
34 undersigned, a Notary Public in and for said State, personally
35 appeared JACK V. MADISON, known to me to be one of the persons whose
36 name is subscribed to the within instrument, and acknowledged to me
37 that he executed the same, and I further certify that said person
38 acknowledged that he was over the age of 21 years and was a citizen
39 of the United States of America.

40 IN WITNESS WHEREOF, I have hereunto set my hand and af-
41 fixed my official seal the day and year in this certificate first
42 above written.

43 Wm. F. Gray, Jr.
44 Notary Public for Idaho
45 Residing at Caldwell, Idaho.