

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

C.T.J. INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 13, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By *Orange H. Hansen*

ARTICLE OF INCORPORATION

OF

C.T.J. INC

Mar 13 1 10 PM '92

SECRETARY OF STATE

KNOW ALL PERSONS BY THESE PRESENTS: That we, the undersigned, each of whom is legal age and a citizen of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho and pursuant thereto certify as follows:

ARTICLE I

The name of the corporation shall be C.T.J. INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The registered office and principal place of business of the corporation initially is located at 181 S. Orchard, Boise, Id 83705. The officers may establish another office or offices within or without the state of Idaho and may change registered agent or office location in Idaho. *The registered Agent shall be Charles R. Braun II*

ARTICLE IV

The objects and purposes for which this corporation is formed are to do any and all lawful business or activity which a corporation may conduct under the laws of the State of Idaho including sales of personal property, ownership of all types of property and all activities instrumental thereto.

ARTICLE V

The total number of shares that the corporation shall be authorized to issue is 1000 shares of common stock, which shall be without par value.

Each share of common capital stock shall be entitled to one vote and to participate in any dividends declared on common stock.

The capitalization of this corporation may be increased or decreased in the manner provided by law.

ARTICLE VI

Upon formation there will be no board of directors but the majority stockholders may elect to create upon their election.

ARTICLE VII

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts. The sale of stock may be qualified so that shareholders receive the benefits of IRS Code Section 1244 or any amendment thereto.

ARTICLE VIII

The Articles of Incorporation for this corporation may be amended as hereinafter provided and as authorized under the laws of the State of Idaho.

ARTICLE IX

By-laws of this corporation shall be adopted by the stockholders following incorporation. Such by-laws may provide that the officers/majority stockholders upon majority vote may:

- (a) Amend Articles of Incorporation of the corporation.
- (b) Amend or repeal the By-laws of the corporation or adopt new By-laws.
- (c) Determine the amount and date of payment of dividends to be paid upon the issued stock of the corporation.
- (d) Authorize mortgages, liens, other encumbrances, or transfers of real and personal property of the corporation.
- (e) Sell, lease, or exchange all or any part of the assets of the corporation as may be deemed in the best interests of the corporation.

#### ARTICLE X

If at any time and for any reason subsequent to the incorporation, any shareholder decides to dispose of their stock, said shareholder will notify all other shareholders, in writing, and the remaining shareholder(s) will have pre-emptive rights to acquire the shares offered at a total cost of one dollar per share. The remainder shareholders must exercise this option within thirty days following notice by the withdrawing shareholder.

#### ARTICLE XI *Initial Director*

The names of the incorporators and the amount of capital stock subscribed by each are as follows:

NAME	ADDRESS	SHARES
Charles R Brown	1135 Blanca Ave Boise, Id 83709	500
Tyna M Brown	1135 Blanca Ave Boise, Id 83709	500

IN WITNESS THEREOF, We have hereunto set our hands and seals this 12 day of March, 1992.

Charles R Brown  
Tyna Marie Brown