

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

**LEONARD S. SCHULTE, C.P.A., CHARTERED**

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 \_\_\_\_\_

**LEONARD S. SCHULTE, C.P.A., CHARTERED**

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 7, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

RANDALL W. DAY  
Attorney-At-Law  
P.O. Box 358  
Bonners Ferry, Idaho 83805  
Telephone (208) 267-3198

**DUPLICATE  
ORIGINAL**

ARTICLES OF INCORPORATION  
OF  
LEONARD S. SCHULTE, C.P.A., CHARTERED

The undersigned, acting as an incorporator of a corporation under the Idaho Business Corporation Act and the Idaho Professional Service Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is LEONARD S. SCHULTE, C.P.A., CHARTERED.

ARTICLE II.

The period of its duration is until the death or disqualification of the shareholder or shareholders.

ARTICLE III.

The purposes for which the corporation is organized are as follows:

1. To engage in the general practice of certified public accountancy and associated activities therewith.
2. To invest funds in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real or personal property necessary for the rendering of the professional services specified above.
3. To do such acts and carry on such business as may be permitted by the Idaho Professional Services Corporation Act, subject to the limitations thereof.

#### ARTICLE IV.

The total amount of capital of this corporation is FIFTY THOUSAND AND NO/100 (\$50,000.00) DOLLARS, divided into 50,000 shares, each of the par value of ONE and NO/100 (\$1.00) DOLLAR per share. All of said stock shall be common stock and non-assessable having equal voting rights, powers, preferences, and restrictions.

#### ARTICLE V.

The business of the Corporation shall be managed and conducted by a Board of Directors consisting of one member, which number may be increased or decreased pursuant to the By-Laws of the Corporation in accordance with the Idaho Professional Service Corporation Act.

In addition to the powers and authority granted to the Director in these Articles of Incorporation, and in addition to the powers and authority expressly conferred on him by statute, the Board of Directors of the Corporation shall have such additional powers and authority, not inconsistent with law, as may be set forth in the By-Laws.

#### ARTICLE VI.

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth by the By-Laws.

#### ARTICLE VII.

In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors is expressly authorized to frame and adopt any such By-Laws for the corporation as are not inconsistent with the laws of the State of Idaho and these Articles of Incorporation. Any By-Laws so adopted by the Board of Directors may be amended or repealed by vote of holders of record of a majority of the corporation's capital stock at any regular stockholder's meeting or at any special stockholder's meeting called for that purpose.

#### ARTICLE VIII.

The address of the initial registered office of the Corporation is 227 Main Street, Bonners Ferry, Idaho 83805, and the name of its initial registered agent at such address is Randall W. Day.

#### ARTICLE IX.

The number of directors constituting the initial Board of Directors of the Corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify are:

NAME	ADDRESS
LEONARD S. SCHULTE	P.O. Box 266, Bonners Ferry, ID 83805

#### ARTICLE X.

The name and address of the incorporator is:

LEONARD S. SCHULTE	P.O. Box 266, Bonners Ferry, ID 83805
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