

# 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

#### **FALLS DISTRIBUTORS, INC.**

was filed in the office of the Secretary of State on the **First** day of **May** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **128** 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 **Idaho Falls** in the County of **Bonneville.**

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 **May**, A.D., 19**64**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
FALLS DISTRIBUTORS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are of full age, and citizens of the United States of America, have this day voluntarily associated ourselves together, and do hereby, and by these Articles of Incorporation, unite and associate ourselves together for the purpose of forming a corporation, under the laws of the State of Idaho, for the lawful purposes hereinafter stated.

I.

The name of this Corporation shall be FALLS DISTRIBUTORS, INC.

II.

The location and post office address of this Corporation shall be in the City of Idaho Falls, County of Bonneville, State of Idaho, at 1440 Curtis Avenue.

III.

That this Corporation shall have perpetual existence.

IV.

That the purposes for which this Corporation is formed are generally to engage in the pursuit of all lawful activities and business as provided by the laws of the State of Idaho, and particularly:

(a) To engage in the distribution of beverages as provided by the laws of the State of Idaho.

(b) To buy or hold, sell, and to lease, rent, occupy and use all kinds and classes of real and personal property, both within and outside of the State of Idaho.

(c) To mortgage, pledge, hypothecate, issue deeds of trust, or otherwise use, real and personal property as security for the purpose of borrowing money, obtaining credits, or dealing

in real or personal property, and to make, execute and deliver and issue securities, stocks, bonds, debentures, mortgages, notes or other collaterals created or issued by this Corporation or any corporation wherever organized in the United States or organized by the United States or organized by the United States or any state thereof, and to buy, sell, negotiate or otherwise deal in securities, stocks, bonds, mortgages, notes, assignments, or other collaterals or securities issued by any state of the United States, or by any county, city, town, village, municipality, or district therein, or any political subdivision thereof, to the fullest extent permitted by the laws of the State of Idaho, and to exercise all rights, powers and privileges of ownership.

(d) To incur indebtedness without limit, to borrow money and to receive payment of money loaned in any manner consistent with the laws of the State of Idaho or of other states of the United States, and to issue its capital stock in payment for or exchange for cash, real and/or personal property, choses in action, or any other thing of value, including shares in any other corporation, firm, or association.

(e) To enter into, make and perform contracts of every sort and kind with any person, association or corporation, and to draw, make, accept, endorse, discount and execute promissory notes, bills of exchange and other instruments that are evidences of indebtedness.

(f) To build, construct, erect, purchase and sell all types of buildings.

(g) To promote, establish, operate and conduct any other lawful business which is within the purposes and powers of the Corporation or which may be incidental to the exercise of any such powers or which may be necessary to protect, preserve and enhance the value of the Corporation's franchises, property and business, and to pay all taxes, state, Federal, municipal or other.

V.

The capital stock of this Corporation shall be TWENTY FIVE THOUSAND DOLLARS (\$25,000.00) divided into Twenty Five Thousand Shares (25,000) of common stock, each share to have a par value of One Dollar (\$1.00). This stock shall be non-assessable.

VI.

The business, corporate powers and property of the Corporation shall be exercised, conducted and controlled by a Board of Three (3) Directors, who shall have the power to repeal, amend and adopt new By-Laws, of and for the company and to hold their meetings pursuant to the provisions of the By-Laws, and at such places, and at such times as the Board of Directors may direct or fix, both within and without the State of Idaho.

VII.

That the first Board of Directors shall hold office for one year from the date hereof, and until their successors are elected and qualified, and their names and post office addresses are as follows:

NAME	ADDRESS	POSITION
Orie Zaccardi	422 North Garfield Pocatello, Idaho	President
Robert Peyron	1738 East Fremont Pocatello, Idaho	Vice-president
John R. Walker	135 East 25th Idaho Falls, Idaho	Secretary- Treasurer

VIII.

That the name and post office address of each of the Incorporators signing the Articles of Incorporation, are as follows:

NAME	ADDRESS	SHARES
Orie Zaccardi	422 North Garfield Pocatello, Idaho	FOUR THOUSAND
Robert Peyron	1738 East Fremont Pocatello, Idaho	FOUR THOUSAND

John R. Walker

135 East 25th  
Idaho Falls Idaho

FOUR THOUSAND

IN WITNESS WHEREOF, we have hereunto set our hands and  
seals this 20<sup>th</sup> day of April, 1964.

Orie Zaccardi  
Robert Peyron  
John R. Walker

STATE OF IDAHO     )  
                          ) ss.  
County of Bannock)

On this 20<sup>th</sup> day of April, 1964, before me, the undersigned,  
a Notary Public in and for said County and State, personally  
appeared ORIE ZACCARDI, ROBERT PEYRON, and JOHN R. WALKER, known  
to me to be the persons whose names are subscribed to the within  
instrument, and acknowledged to me that they executed the same.

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

(SEAL)

MY COMMISSION EXPIRES MAY 15, 1964

James E. Valenty  
Notary Public for Idaho  
Residence: Pocatello, Idaho

CHUBBETT & CO. ATTORNEYS AT LAW