

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

VALLEY BUILDERS SUPPLY, INC.

was filed in the office of the Secretary of State on the **Thirty-first** day of **December**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **121** 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

Rigby

in the County of

Jefferson

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 **31st** day of **December**,
A.D., **1962**.

Secretary of State.

ARTICLES OF INCORPORATION
VALLEY BUILDERS SUPPLY, INC.

1 KNOW ALL MEN BY THESE PRESENTS:

2 That we, the undersigned, all of whom are bona fide, natural
3 born citizens of the United States of America do, under and in
4 pursuance of the general corporation laws of the State of Idaho,
5 hereby organize, constitute and associate ourselves, and such other
6 persons as may hereafter become associated with us, into a body
7 politic and corporation, and to that end execute the following
8 **ARTICLES OF INCORPORATION**, and we hereby set forth and declare as
9 follows:

1

11 That the name of this corporation is, and shall be VALLEY
12 BUILDERS SUPPLY, INC.

1

14 That the period of the existence of this corporation shall
15 be perpetual.

三

17 That the principal office of this corporation shall be lo-
18 cated at Rigby, Jefferson County, Idaho, and that other offices
19 for the transaction of the business of said corporation shall be
20 established by the Board of Directors from time to time, both with-
21 in and outside of the State of Idaho, and that the meetings of the
22 Board of Directors may be had pursuant to the provisions of the
23 By-Laws either at the principal office or at such other places as
24 the By-Laws shall provide.

IV

26 The purposes for which this corporation is formed are as
27 follows:

28 a. To engage in a general lumber, timber, milling con-
29 struction materials, and merchandise business; to manu-
30 facture, purchase, or otherwise acquire, sell or otherwise
31 dispose of logs, lumber, wood products in a processed or
unprocessed state, and by-products of wood or of said manu-
facturing operations, and building and construction supplies
and merchandise, either at wholesale or retail.

1 b. To engage in the business of hauling and transporting
2 logs, timber, lumber, lumber products, and other freight,
3 goods wares, and merchandise for itself, or for others, for
4 hire, or otherwise by means of trucks, trailers, and other
5 forms of automotive or other equipment, over public or
6 private highways, or roads; and to do such other things as
7 are incidental, or necessary, to the carrying on of such
8 business.

9 c. To carry on a general hardware business, including the
10 purchase and sale of all kinds of hardware building supplies
11 of every kind, nature and description, at wholesale and
12 retail, and to lease, buy, hold and sell all such property,
13 real or personal, as may be necessary to the prosecution
14 of said business.

15 d. To buy and sell machinery, appliances and equipment of
16 every kind, nature and description whatsoever.

17 e. Said corporation shall have authority to acquire by
18 purchase, lease, manufacture, or otherwise, any real or
19 personal property deemed necessary or useful in the
20 equipment, furnishing, improvement, development, or
21 management of any property, real or personal, at any time
22 owned, held, or occupied by the corporation, and to invest,
23 trade, and deal in any real or personal property deemed
24 beneficial to the corporation, and to encumber or dispose
25 of any real or personal property at any time owned or held
26 by the corporation; to contract with persons, firms,
27 associations, co-partnerships, corporation, and with
28 municipal, county, state or national governmental agencies
29 for the development of said business.

30 f. To invest the capital of the company for any of the
31 purposes aforesaid, and in the building or otherwise
32 improving or adding to the marketable value of the lands
33 or other properties from time to time acquired by the com-
34 pany.

35 g. To enter into, make, perform and carry out contracts
36 of every sort and kind with any person, firm, association,
37 corporation, private, public or municipal or body politic
38 and with the Government of the United States, or any state,
39 territory or colony thereof, or any foreign government.

40 h. To lend money and to negotiate and make, loans, either
41 on its own account or as agent or broker for others.

42 i. In general, but in connection with the foregoing, the
43 company may carry on any other business, whether construc-
44 tion, manufacturing, mining or otherwise, and have and
45 exercise all the powers conferred by the laws of Idaho
46 upon corporations formed under the laws of said State;
47 it being hereby expressly provided that the foregoing enum-
48 eration of specific powers shall not be held to limit or
49 restrict in any manner the general powers of the company.

1 ectors, who shall have the power to repeal and amend and adopt new
2 by-laws of and for the company and to hold their meetings pursuant
3 to the provisions of the by-laws, and at such places and at such
4 times as the Board of Directors may, by resolution direct, or by
5 act of the Board may fix, both within, and outside of the State of
6 Idaho.

7 VI

8 That the amount of the authorized capital stock of this cor-
9 poration shall be Two Hundred Fifty Thousand and no/100 (\$250,000.00)
10 Dollars divided into Twenty-five Thousand shares of the par value of
11 Ten Dollars (\$10.00) per share.

12 VII

13 That the amount of said capital stock, i.e., Twenty-five
14 Thousand Shares, shall be non-assessable.

15 VIII

16 The amount of said capital stock that has been actually sub-
17 scribed is three (3) shares, and the names and residences of the
18 persons who have subscribed therefor, and the number of shares
19 subscribed by each, are as follows:

20	<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
21	Raymond G. Ball	Rigby, Idaho	one
22	Arthur P. Jensen	Rigby, Idaho	one
	Harley N. Jensen	Rigby, Idaho	one

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

26 IX

27 All stock of the corporation not subscribed for shall re-
28 main in the treasury as treasury stock and may be sold and issued by
29 the corporation at such times and for such purposes and upon such
30 terms and conditions and to such persons as the Board of Directors
31 may determine, including the power and authority to issue said stock,
32 for consideration other than cash, such as for labor and services

1 performed.

2 X

3 The private property of the stockholders of this corporation
4 shall not be liable for the debts of the corporation.

5 IX

6 The power to repeal and amend the By-Laws and adopt new by-
7 laws is hereby conferred upon the Directors, as well as upon the
8 shareholders, to be exercised by such vote of such Directors, or of
9 the allotted shares, as the case may be, not less, however, than a
10 majority thereof, as may be fixed by the By-Laws.

11 IN WITNESS WHEREOF, we have hereunto set our hands and seals
12 this 20th day of December, 1962.

Raymond G. Ball
Arthur P. Jensen
Harley N. Jensen

16 STATE OF IDAHO)
17 County of Jefferson) : ss.

18 On this 20th day of December, 1962, before me, the under-
19 signed, a Notary Public in and for said County and State, person-
20 ally appeared RAYMOND G. BALL, ARTHUR P. JENSEN and HARLEY N. JEN-
21 SEN known to me to be the persons whose names are subscribed to the
22 foregoing instrument and acknowledged to me that they executed the
23 same.

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

James A. Jaeger
Notary Public for Idaho
Residing at Rigby, Idaho
My Commission Expires: 8-31-66

CONSENT TO USE OF SIMILAR NAME

1 KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned,
2 the duly authorized officers of Valley Builders, Inc., after having
3 been expressly authorized by resolution duly adopted do hereby
4 consent to the use of the name Valley Builders Supply, Inc. by a
5 corporation which is continuing to use the name by which they have
6 been known while conducting a business at Rigby, Idaho, as a
7 partnership.

8 Dated this 29th day of December, 1962.

9 
10 President

11 ATTEST:

12 By Master W. Ferguson
13 Secretary