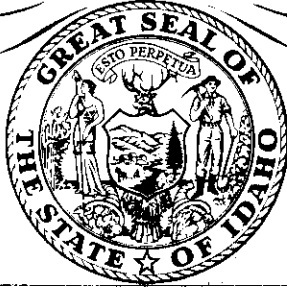


# State of Idaho



## 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., 19**62**.

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:

I

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

II

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

III

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  
32 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  
or other properties from time to time acquired by the com-  
pany.

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

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

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

## V

The corporate powers, business and property of the company  
shall be exercised, conducted and controlled by the Board of Dir-

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
23	Harley N. Jensen	Rigby, Idaho	one

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

27 IX

28 All stock of the corporation not subscribed for shall re-  
29 main in the treasury as treasury stock and may be sold and issued by  
30 the corporation at such times and for such purposes and upon such  
31 terms and conditions and to such persons as the Board of Directors  
32 may determine, including the power and authority to issue said stock,  
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 20<sup>th</sup> day of December, 1962.

13 Raymond G. Ball  
14 Arthur P. Jensen  
15 Harley N. Jensen

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

18 On this 20<sup>th</sup> 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

26 James P. Young  
27 Notary Public for Idaho  
28 Residing at Rigby, Idaho  
29 My Commission Expires: 8-31-66  
30  
31  
32

CONSENT TO USE OF SIMILAR NAME

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

Dated this 29<sup>th</sup> day of December, 1962.

Emil Grischewsky  
President

ATTEST:

By Morton W. Ferguson  
Secretary