



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

~~XXXXXXXXXXXXXXXXXXXX~~ **XXXXXXXXXXXX**, 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 **TEBE'S, INC.**

was filed in the office of the Secretary of State on the **Nineteenth** day
of **December** A.D. One Thousand Nine Hundred **Sixty-six** and
will be

/ duly recorded on ~~XXXXXX~~ **Microfilm** 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
Pocatello in the County of **Bannock**

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 **19th** day of **December**,
A.D., 19**66**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

TEBE'S, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age and citizens of the United States of America, do, under and in pursuance of the General Corporation laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter be associated with us, into a body politic, and corporate, and to that end, and for the purposes hereinafter stated, execute the following Articles of Incorporation, and we hereby certify and declare as follows:

I.

That the name of this corporation is, and shall be:

TEBE'S, INC.

II.

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

III.

That the principal and registered office of this corporation shall be located in the City of Pocatello, Bannock County, Idaho, and that other offices for the transaction of corporation business shall be established by the Board of Directors, from time to time, both within and outside the State of Idaho.

IV.

That the purposes for which this corporation is formed are as follows:

- A. To engage in the business of heating, cooling, air-conditioning and sheet metal work; to sell, distribute, service and deal in any way with furnace and cooling equipment, appliances, heating devices, machinery, fixtures, and supplies. And to do and accomplish anything reasonably related to the business of cooling, heating and circulating of air.
- B. To engage in the electrical contracting business generally and in relation to the heating and cooling business, and in the installation, manufacture and sale of electrical equipment and appliances, as principal or agent or otherwise; and to engage in the servicing and installation of electrical equipment, and to do such other things as are incidental, proper or necessary in the operation of said business and in the carrying out of any or all of said purposes.

- C. To purchase, or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, or otherwise dispose of, and to invest, trade, and deal in and with real property, and any and all interest therein.
- D. To purchase, or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, pledge, or otherwise dispose of, to guarantee, and to invest, trade and deal in and with personal property of every class and description.
- E. To incur indebtedness and to raise, borrow and secure the payment of money in any lawful manner including the right to mortgage its property and to issue and sell debentures, obligations, negotiable and transferable instruments, and evidence of indebtedness of all kinds, and to secure the same by pledge, mortgage, deed of trust, or otherwise; to borrow money of its shareholders, to issue debentures or other negotiable instruments therefor, and authorize the payment of interest thereon.
- F. To engage generally in any or all of the foregoing activities and businesses either within the state of Idaho, or outside the State of Idaho.
- G. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether specified or not, either alone, or in conjunction with other firms, individuals or corporations, and to do any other act, or acts, thing or things, incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, and to promote the objects for which said corporation is formed; and to deal with goods, wares, merchandise and real and personal property of every class and description.

V.

That the total authorized capital of said corporation shall be TWENTY FIVE THOUSAND DOLLARS (\$25,000.00), consisting of and divided into TWO HUNDRED FIFTY (250) shares of capital stock, of the par value of ONE HUNDRED DOLLARS (\$100.00) per share, and the entire voting stock of this corporation shall be divided into TWO HUNDRED FIFTY (250) shares.

VI.

That the amount of capital stock of this corporation which has actually been subscribed is 160 shares of capital stock.

VII.

That the names and addresses of the incorporators, together with the number and par value of the stock subscribed by each incorporator are as follows:

<u>NAMES AND ADDRESSES</u>	<u>SHARES</u>	<u>PAR VALUE</u>
D. T. Worsencroft Shoshoni Trail Pocatello, Idaho	158	\$100.00
Doyle Ganske 4613 Yellowstone Pocatello, Idaho	1	\$100.00
Susan Ganske 4613 Yellowstone Pocatello, Idaho	1	\$100.00

VIII.

The corporate powers, business and property of this company shall be exercised, conducted and controlled by a Board of not less than three nor more than five directors.

IX.

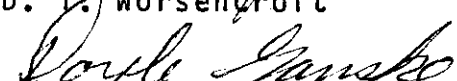
The power to appeal and amend the By-laws and adopt new By-laws is conferred upon the Directors, as well as upon the shareholders, to be exercised by such vote of the Directors or of the allotted shares, as the case may be; provided, however, not less than a majority thereof as may be fixed by the By-laws.


X.

The corporation shall have the power to purchase, hold, sell and transfer shares of its own capital stock, provided, however, its funds or property shall not be used for the purchase of shares of capital stock issued by it if such use should cause an impairment of its capital; provided, further, that the shares of capital stock so purchased shall not be voted at meetings of the shareholders, and shall be eliminated in determining the presence of a quorum at such meetings.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, in triplicate, this 15th day of December, 1966.

 (Seal)

D. T. Worsencroft
 (Seal)
Doyle Ganske

 (Seal)
Susan Ganske

STATE OF IDAHO:)
: ss
COUNTY OF BANNOCK)

On the 15th day of December, 1966, before me, a Notary Public in and for said County and State, personally appeared D. T. Worsencroft, Doyle Ganske and Susan Ganske, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation, 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 in this certificate first above written.

(Seal)


NOTARY PUBLIC FOR IDAHO
Residing at Pocatello, Idaho