

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

**IRA H. MASTERS**  
I, ~~IRVING MASTERS~~, 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

**CIMOTA ENTERPRISES, INC.**

was filed in the office of the Secretary of State on the **sixteenth** day  
of **July** A.D. One Thousand Nine Hundred **Fifty-two** and  
duly recorded on Film No. **75** of Record of Domestic Corporations, of the State of Idaho,  
and that the said articles contain the statement of facts required by Section 29-103, Idaho Code,  
Annotated.

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  
**Boise** in the County of **Ada**

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 **16th** day  
of **July**, in the year of our Lord  
one thousand nine hundred **fifty-two**,  
and of the Independence of the United States of  
America the One Hundred **Seventy-seventh**

Secretary of State.

ARTICLES OF INCORPORATION

of the

CIMOTA ENTERPRISES, INC.

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, being natural persons of full age, citizens of the United States and residents of the State of Idaho, this day have voluntarily associated ourselves for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho and we do hereby certify as follows:

I.

NAME

The name of this corporation shall be CIMOTA ENTERPRISES, INC.

II.

PURPOSE

The purposes for which this corporation is formed are:

a. To purchase or otherwise acquire any and all letters patent and similar rights granted by the United States or any other country or government, licenses and the like, or any other interests therein, or any inventions which may seem capable of being used for or in connection with any of the objects or purposes of this corporation, and to use, develop, sell and grant licenses in respect to other interests in the same, and otherwise turn the same to account.

b. To take, own, hold, deal in, mortgage or otherwise lien, and to lease, sell, exchange, transfer, or in any manner whatever dispose of real property within and without the State of Idaho and in any part of the world. To manufacture, purchase or acquire in any lawful manner and to hold, own, mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise, and property of any and every class and description, and in any part of the world.

c. To carry on the business of mining, milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in gold, silver, copper, lead, zinc, iron, thorium, monazite sands, uranium, and other rare earths, and all kinds of ores, metals and minerals, and the products and by-products thereof of every kind and description and by whatsoever process the same can be or may hereafter be produced, and generally and without limit as to amount, to buy, sell, exchange, lease, acquire and deal in lands, mines and mineral rights and claims, and to conduct all business appertaining thereto; to purchase, lease or otherwise acquire, mining rights, timber rights, oil and gas rights, mines, buildings, dwellings, plants, machinery, tools and other properties whatsoever which this corporation may from time to time find to be for its advantage and purposes; to mine and market any mineral or other product that may be found in or on such lands, and to explore, work, exercise, develop or turn to account the same; to build and lease houses for the use of miners and others, including the purchase and sale of same.

d. To manufacture or process fertilizers of every kind and description, from animal matter or from phosphate ores.

e. To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased or held by this corporation; and to equip, improve and generally operate any and all personal property owned by this corporation.

f. To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that the shares of its own capital stock owned by it shall not be voted upon directly or indirectly.

g. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporation, associations, any state, territory, or municipality of the United States or any foreign country, government or body politic.

h. To acquire and hold all or any part of the capital stock, assets or good will of any business, of any person, firm, association or corporation engaged in any business in whole or in part similar to that of this corporation, consistent with the objects and purposes of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stock, assets, good will and rights so acquired and to conduct in any lawful manner in whole or in part any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association, or corporation engaged in the business so acquired.

i. To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured of this corporation for the moneys so borrowed, or in payment for this property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of such debentures, notes or other obligations by mortgages, or deeds of trust or pledges or other

liens upon any and all of the property of this corporation wheresoever situated.

j. To carry out all or any part of the foregoing objects or purposes as principal or agent, or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things, and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be no inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho.

k. To conduct its business in all and any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho.

l. To objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

### III.

#### DURATION

The existence of this corporation shall be perpetual.

### IV.

#### REGISTERED OFFICE

The principal place of business and registered office of this corporation shall be at Boise, Ada County, Idaho.

### V.

#### STOCK

This corporation is authorized to issue one class of shares of stock, the total number of which is 10,000,000 with a par value of \$0.10, which stock may be issued by the corporation from time to time as determined by the Board of Directors hereof.

VI.

DIRECTORS

The number of directors shall be not less than three nor more than twelve, as may be provided by the By-Laws of the corporation.

VII.

SUBSCRIBERS

The names and post office addresses of the incorporators and a statement of the number of shares subscribed by each are as follows:

| <u>Name</u>        | <u>Address</u> | <u>Shares<br/>Subscribed</u> |
|--------------------|----------------|------------------------------|
| E. V. Storey       | Nampa, Idaho   | One                          |
| Bill Newman        | Boise, Idaho   | One                          |
| Martha O. Richards | Boise, Idaho   | One                          |

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 16<sup>th</sup> day of July, 1952.

E. V. Storey (SEAL)  
Bill Newman (SEAL)  
Martha O. Richards (SEAL)

STATE OF IDAHO )  
 County of Ada ) ss.

On this 16<sup>th</sup> day of July, 1952, before me, the undersigned, a Notary Public in and for said State, personally appeared E. V. STOREY, BILL NEWMAN and MARTHA O. RICHARDS, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation of the CIMOTA ENTERPRISES, INC., 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 last above written.

(SEAL)

Don J. McClellan  
 Notary Public for Idaho  
 Residing at Boise, Idaho