

State of Idaho



Department of State

**CERTIFICATE OF QUALIFICATION OF
FOREIGN CORPORATION**

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

ARCTIC ENTERPRISES, INC.

a corporation duly organized and existing under the laws of **Minnesota** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twenty-first** day of **September**, 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **Twenty-first** day of **September**, 19 **64**, a designation of **Robert Shanahan** in the County of **Bannock** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **21st** day of **September**, A.D. 19 **64**.

Secretary of State.

UNITED STATES OF AMERICA



I, JOSEPH L. DONOVAN, Secretary of State of the State of Minnesota, do hereby certify that the annexed is a full, true and correct photocopy of Articles of Incorporation of Artic Enterprises, Inc., as filed for record in this office on the 19th day of April, 1962 and recorded in Book Y-21 of Incorporations at page 174; and an Amendment thereto as filed on the 16th day of April, 1963 - - -

as the same appears of record in this office, and of the whole thereof.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol in St. Paul, this

9th day of September,

A. D. 19 64.

Joseph L. Donovan

Secretary of State

ARTICLES OF INCORPORATION

OF

ARCTIC ENTERPRISES, INC.

We, the undersigned, of full age, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 300 of the laws of Minnesota for 1933, known as the Minnesota Business Corporation Act, and laws amendatory thereof and supplementary thereto, do hereby associate ourselves as a body corporate and adopt the following Articles of Incorporation:

Article I

The name of this corporation is Arctic Enterprises, Inc..

Article II

The purposes of this corporation are:

To conduct a general manufacturing business and to manufacture, buy, sell, deal in and to engage in, conduct and carry on the business of manufacturing, buying, selling and dealing in goods, wares and merchandise of every class and description and in connection with the foregoing to acquire and dispose of real estate and to hold, own, mortgage or otherwise lien, pledge, lease, sell, assign, exchange, transfer or in any manner dispose of and to invest, deal, trade in and with goods, wares, merchandise and real and personal property of every class and description within and without the State of Minnesota. The corporation shall further have the power to do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth either alone or in association with other corporations, firms or individuals and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or power, or any part

4/21/175

or parts thereof and shall have all the general powers conferred on corporations by the laws of the State of Minnesota.

Article III

This corporation shall have perpetual duration.

Article IV

The location of the registered office is in the City of Thief River Falls, County of Pennington, and State of Minnesota, and its post office address is Zeh Street and LaBree Avenue South, Thief River Falls, Minnesota.

Article V

The total authorized number of par value shares is Fifty Thousand (50,000) and the par value of each share is Two Dollars (\$2.00).

Article VI

There shall be only one class of shares of stock; all of said shares shall be common stock and each share shall be entitled to one vote; there shall be no preferences or restrictions as to any of said shares of stock.

Article VII

The amount of stated capital with which the corporation will begin business shall be not less than One Thousand Dollars (\$1000.00).

Article VIII

The names, post office addresses and terms of office of the first Directors are as follows:

<u>Name</u>	<u>Address</u>
Edgar Hetteen	Zeh Street and LaBree Avenue South Thief River Falls, Minnesota
L. B. Hartz	340 Kendall Avenue North Thief River Falls, Minnesota
L. A. Ihle	205 Crocker Avenue North Thief River Falls, Minnesota
William LaFave	1215 East Taft Street Thief River Falls, Minnesota
Steve Rugland	223 Duluth Avenue North Thief River Falls, Minnesota
John J. Womack	325 Kneall Avenue North Thief River Falls, Minnesota
Robert A. Wurst	237 Kneall Avenue North Thief River Falls, Minnesota.

4-21, 1962

They shall hold their offices as directors until their successors are elected and qualified at the first annual meeting of shareholders as specified in the by-laws.

Article IX

The names and post office addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Edgar Hetteen	Zeh Street and LaBree Avenue South Thief River Falls, Minnesota
L. B. Hartz	340 Kendall Avenue North Thief River Falls, Minnesota
L. A. Ihle	205 Crocker Avenue North Thief River Falls, Minnesota
William LaFave	1215 East Taft Street Thief River Falls, Minnesota
Steve Rugland	223 Duluth Avenue North Thief River Falls, Minnesota
John J. Womack	325 Kneall Avenue North Thief River Falls, Minnesota
Robert A. Wurst	237 Kneall Avenue North Thief River Falls, Minnesota

IN TESTIMONY WHEREOF, We have hereunto set our hands this
17th day of April, 1962.

In Presence of

Forstman
Dorinda Johnson

William LaFave
John J. Womack
Edgar Hetteen
L. A. Ihle
Steve Rugland
Robert A. Wurst

STATE OF MINNESOTA)
)ss.
County of Pennington)

On this 17th day of April, 1962, personally appeared before me, Edgar Hetteen, L. B. Hartz, L. A. Ihle, William LaFave, Steve Rugland, John J. Womack and Robert A. Wurst to me known to be the persons named in and who executed the foregoing Articles of Incorporation and each acknowledged that he executed the same as his free act and deed for the uses and purposes therein expressed.

Forstman

C-23, 368

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
ARCTIC ENTERPRISES, INC.

We, the undersigned, Edgar Hetteen and Robert A. Wurst, respectively the President and Secretary of Arctic Enterprises, Inc., a corporation subject to the provisions of Chapter 301, Minnesota Statutes, known as the Minnesota Business Corporation Act, do hereby certify that at a special meeting of the shareholders of said corporation, held pursuant to waiver of notice duly executed by all of the shareholders, held in the City of Thief River Falls, County of Pennington, State of Minnesota, on the 8th day of April, 1963, resolutions as hereinafter set forth were adopted by a unanimous vote of said shareholders represented in person or by proxy:

"RESOLVED, That Articles V and VI of the Articles of Incorporation of Arctic Enterprises, Inc., be, and the same hereby are amended to read as follows:

ARTICLE V

The total authorized number of par value shares is One Million (1,000,000) and the par value of each share is ten (10¢) cents and the authorized number of shares without par value is none.

ARTICLE VI

A description of the classes of shares and a statement of the number of shares in each class, the relative rights, voting power, preferences, and restrictions granted to or imposed upon the shares of each class is as follows: All shares are common stock, with equal voting rights and equal rights upon liquidation. All shares participate equally in dividends. There shall be no pre-emptive rights.

RESOLVED, FURTHER, That the President and Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge this Certificate under the corporate seal of this Certificate under the corporate seal of this corporation, embracing the foregoing resolutions, and to cause such certificate to be filed for record in the manner required by law.

IN WITNESS WHEREOF, We have subscribed our names and
cause the Corporate seal of said Corporation to be hereto
affixed this 8th day of April, 1963.

IN THE PRESENCE OF:

Edgar Hetteen President
Robert A. Wurst Secretary
R.D. Flynn

(CORPORATE SEAL)

STATE OF MINNESOTA }
County of Pennington } ss.

Edgar Hetteen and Robert A. Wurst being first duly sworn,
depose and say, that they are respectively the President and
Secretary of Arctic Enterprises, Inc., a corporation named in
the foregoing Certificate; that such Certificate contains a
true statement of the action of the shareholders and Board of
Directors of said corporation, duly held as aforesaid; that the
seal attached is the corporate seal of said corporation; that
said certificate is executed on behalf of said corporation, by
its express authority; and they further acknowledge the same
to be their free act and deed and the free act and deed of
said corporation.

Edgar Hetteen
Robert A. Wurst

Subscribed and sworn to before me
this 8th day of April, 1963.

R.D. Flynn

R.D. FLYNN
Notary Public, State of Minnesota
My Comm. Expires 12-31-64

STATE OF MINNESOTA DEPARTMENT OF STATE	
I hereby certify that the within instrument was filed for record in this office on the <u>16</u> day of <u>April</u> A.D. 19 <u>63</u> , at <u>8</u> o'clock <u>A.</u> M., and was duly recorded in Book <u>6-23</u> of Incorporations, on page <u>368</u>	
<u>Joseph L. Donovan</u> Secretary of State	APPR'D & FILED INDEXED IND. FILED DEK. CHECKED