

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

NEIDERS, INC.

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **December**, A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** 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 **27th** day of **December**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
NEIDERS, INC.

1 KNOW ALL MEN BY THESE PRESENTS:

2 That we, the undersigned, LeRoy J. Neider, Roy J. Neider, ~~JAMES~~
3 ~~NEIDER~~, and Helen M. Neider, have this day voluntarily associated ourselves together
4 for the purpose of forming a corporation under the laws of the State of Idaho, and we
5 do hereby certify:

6 I.

7 That the name of this corporation is: NEIDERS, INC.

8 II.

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

10 To engage in any commercial, industrial, and agricultural enterprise
11 calculated or designed to be profitable to this corporation and in conformity with the
12 laws of the State of Idaho;

13 To generally engage in, do, and perform, any enterprise, act, or vocation
14 that a natural person might or could do or perform;

15 To engage in the manufacture, sale, purchase, importing, and exporting
16 of merchandise and personal property of all manner and description, to act as agents
17 for the purchase, sale, and handling of goods, wares, and merchandise of any and
18 all types and descriptions for the account of the corporation or as factor, agent,
19 procurer, or otherwise for or on behalf of another.

20 To purchase, own, improve, equip, operate, and manage farms and
21 engage in any agricultural pursuit or undertaking.

22 To acquire by purchase or lease, or otherwise, lands and interests in
23 lands and to own, hold, improve, develop, and manage any real estate so acquired
24 and to erect or cause to be erected on any lands owned, held, or occupied by the
25 corporation, buildings or other structures with their appurtenances, and to rebuild,
26 enlarge, alter or improve any buildings or other structures now or hereafter
27 erected on any lands so owned, held, or occupied, and to mortgage, sell, lease or
28 otherwise dispose of any lands or interests in lands and in buildings or other
29 structures, and any stores, shops, suites, rooms, or parts of any buildings or
30 other structures at any time owned or held by the corporation.

31 III.

32 That the principal office for the transaction of the business of this corpor-
ation is to be located in Pocatello, Bannock County, State of Idaho.

IV.

 That the number of shares which may be issued by this corporation is
twenty-five hundred (2500); that the par value of each share is \$100.00; that the
aggregate par value of all shares is Two Hundred Fifty Thousand Dollars (\$250,000.00).

V.

1 That all of the shares of this corporation shall be classified as Common
Shares.

2 VI.

3 That the total number of shares which have been actually subscribed is
4 four (4) shares; that the names of the subscribers and the number of shares subscribed
and the amount to be paid by them for such shares respectively are as follows:

5	<u>Name</u>	<u>No. of Shares</u>	<u>Value</u>	<u>Address</u>
6	LeRoy J. Neider	1	\$100.00	Portland, Oregon
7	Roy J. Neider	1	\$100.00	Pocatello, Idaho
8	ROY J. NEIDER	1	\$100.00	Pocatello, Idaho
9	Helen M. Neider	1	\$100.00	Pocatello, Idaho

10 That all of the incorporators are of full age and are all citizens of the United States.

11 VII.

12 That the number of directors of this corporation is four (4), and the names
and places of residence of those who are appointed to act until the selection and
13 qualification of their successors are the same as set out above.

14 VIII.

15 That the directors of this corporation are not required to be stockholders
in said corporation.

16 IX.

17 No proxies may be voted by non-stockholders. All proxies to be voted
must be held by a stockholder or stockholders present at any meeting at which the
18 proxies are voted.

19 X.

20 That the stock of this corporation may only be transferred, other than by
operation of law or by sale by process of law, after the same has been offered to the
21 stockholders of this corporation. That, in the event stock was transferred by oper-
22 ation of law or by sale by process of law, the same amount of stock so transferred
23 will be offered to the other stockholders of this corporation for their purchase; said
24 stock will be offered from the treasury stock of said corporation. The price of said
25 stock so offered to be determined by the book value of said corporation as set forth
in the books of the company.

26 XI.

27 That the term of existence of such corporation shall be perpetual.
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1 IN WITNESS WHEREOF, we have hereunto set our hands and seals this
2 *16th* day of December, 1961.

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4 *LeRoy J. Neider*
LeRoy J. Neider

5
6 *Roy J. Neider*
Roy J. Neider

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9 _____
Notary Public

10 *Helen M. Neider*
Helen M. Neider

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17 STATE OF IDAHO) ss
18 County of Bannock)

19 On this *2nd* day of December, 1961, before me, the undersigned, a
20 Notary Public in and for said County and State, personally appeared LeRoy J. Neider,
21 Roy J. Neider, ~~XXXXXX~~ and Helen M. Neider, known to me to be the persons
22 whose names are subscribed to the within instrument, and acknowledged to me that
23 they executed the same in the capacity of individuals and for the purpose of incorpor-
24 ating said Articles of Incorporation of NEIDERS, INC.

25 In Witness Whereof, I have hereunto set my hand and affixed my official
26 seal the day and year in this certificate first above written.

27 *G. Carr Anderson*
NOTARY PUBLIC for Idaho
Residing at Pocatello, Idaho

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