

# 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

**H. C. BURNS COMPANY, INC.**

a corporation duly organized and existing under the laws of **California** 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 **Tenth** day of **April**, 19**63**, a properly authenticated copy of its articles of incorporation, and on the **Tenth** day of **April**, 19 **63**, a designation of **Eldon L. Saxton** in the County of **Ada** 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 **Tenth** day of **April**, A.D. 19 **63**.

Secretary of State.

# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all to whom these presents shall come, Greetings:*

*I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:*

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto  
set my hand and affix the Great  
Seal of the State of California

this MAR 28 1963



*Frank M. Jordan*

Secretary of State

By *Robert L. Stebbins*

Assistant Secretary of State

FILED

In the office of the Secretary of State  
of the State of California

NOV 11 1946

FRANK M. JORDAN, Secretary of State

By

Deputy

211235

The undersigned, all of whom are citizens and residents of  
the State of California, do hereby associate themselves together  
for the purpose of forming a corporation and they do hereby  
specify:

I  
That the name of said corporation is:

H. O. BURNS COMPANY, INC.

II

That the purpose for which said corporation is formed is to  
engage in the buying and selling merchandise at wholesale and re-  
tail of all kinds and character whatsoever and more particularly  
to engage in the manufacture and sale of veterinary supplies of  
every kind and character both at wholesale and retail in the State  
of California, and elsewhere, and to own and hold real estate and  
equipment that may be necessary or convenient for the business of  
the corporation and to do all things necessary and convenient and  
liable to be done to carry out the purposes for which this cor-  
poration is organized.

III

That the County in the State of California where the principal  
office for the transaction of the business of the corporation  
is to be located is the County of Alameda, State of California.

IV

That the total number of shares which the corporation shall  
have authority to issue and the aggregate par value of all shares  
and of each of such shares is as follows:

Five hundred (500) shares of the par value of One Hundred  
(\$100.00) Dollars per share and of the aggregate value of Fifty  
thousand (\$50,000.00) Dollars.

The shareholders of this corporation are hereby given preemptive rights to subscribe to any and all issues of shares or securities of this corporation that shall at any time during the life of this corporation be duly issued by this corporation and that such preemptive rights shall inure or accrue to said share holders in equal proportions.

## VI

That the number of directors of the corporation is three directors. That the names and addresses of the persons appointed to act as the first directors are as follows:

<u>Name</u>	<u>Address</u>
HENRY C. BURNS	Oakland, California
ALBERT C. BOCK	Oakland, California
ALAN W. NEWMAN	San Francisco, California

IN WITNESS WHEREOF, the undersigned have hereunto signed these articles of incorporation this 31st day of October, 1946.

WITNESSES

*Henry C. Burns*

HENRY C. BURNS

*Albert C. Bock*

ALBERT C. BOCK

*Alan W. Newman*

ALAN W. NEWMAN

The shareholders of this corporation shall have and are hereby given preempted rights to subscribe to any or all issues of shares or securities of this corporation that shall at any time during the life of this corporation be duly issued by this corporation and that such preempted rights shall inure or accrue to said share holders in equal proportions.

VI

That the number of directors of the corporation is three directors. That the names and addresses of the persons appointed to act as the first directors are as follows:

Name	Address
HENRY C. BURNS	Oakland, California
ALBERT C. BOOK	Oakland, California
ALAN T. NEWMAN	San Francisco, California

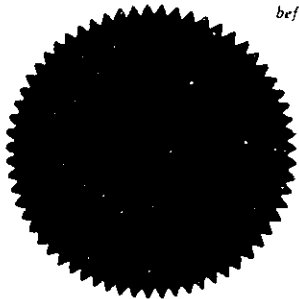
IN WITNESS WHEREOF, the undersigned have hereunto signed these articles of incorporation this 21st day of October, 1946.

*Henry C. Burns*  
HENRY C. BURNS

*Albert C. Book*  
ALBERT C. BOOK

*Alan T. Newman*

STATE OF CALIFORNIA,  
City and County of San Francisco  
On this 1st day of November



in the year one thousand nine hundred and forty six before me, Walter H. Davis a Notary Public in and for the City and County of San Francisco, State of California, residing therein, duly commissioned and sworn, personally appeared Henry C. Burns, Albert C. Book and Alan T. Newman known to me to be the persons whose names do subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the City and County of San Francisco the day and year in this certificate first above written.

Notary Public in and for the

Walter H. Davis  
City and County of San Francisco  
State of California

My Commission Expires 18 February 1950

# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all to whom these presents shall come, Greetings:*

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto  
set my hand and affix the Great  
Seal of the State of California  
MAR 28 1963

this \_\_\_\_\_



*Frank M. Jordan*

Secretary of State

By \_\_\_\_\_

Assistant Secretary of State

FILED

Capital stock changed from: \$50,000 to 50,000 NPV.

Office of the Secretary of State  
State of California  
APR 29 1955  
FRANK M. JORDAN, Secretary of State  
By *Ralph M. Martinez*  
Deputy

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
H. C. BURNS COMPANY, INC.

The undersigned, H. C. BURNS and DEWAIN CAPLE, do hereby certify that they are, respectively, and have been at all times herein mentioned, the duly elected and acting President and Secretary of H. C. BURNS COMPANY, INC., a California corporation, and further that:

One: At a special meeting of the Board of Directors of said corporation duly held at the principal office for the transaction of business at Oakland, California at 10:00 o'clock A.M. on the 30th day of March, 1955, at which meeting there was at all times present and acting a quorum of the members of said board, the following resolutions were unanimously adopted:

RESOLVED: That the Articles of Incorporation of this corporation be amended as follows:

That paragraph IV of the Articles of Incorporation which contains provisions regarding the issuance of stock of the corporation which reads as follows:

"That the total number of shares which the corporation shall have authority to issue and the aggregate par value of all shares and of each of such shares is as follows:

"Five hundred (500) shares of the par value of One Hundred (\$100.00) Dollars per share and of the aggregate value of Fifty thousand (\$50,000.00) Dollars"

be amended so that said paragraph shall read as follows:

"That the total number of shares which the corporation shall have authority to issue is fifty thousand (50,000) and all such shares of stock are to be without par value.

RESOLVED FURTHER that the Board of Directors of this corporation hereby adopts and approves said amendment of its Articles of Incorporation; and

RESOLVED FURTHER that the President and the Secretary of

this corporation be and they hereby are authorized and directed to procure the adoption and approval of the foregoing amendment by the vote or written consent of shareholders of this corporation holding at least a majority of the voting power, and thereafter to sign and verify by their oaths and to file a certificate in the form and manner required by Section 3672 of the California Corporations Code, and in general to do any and all things necessary to effect said amendment in accordance with said Section 3672.

Two: The number of shares of said corporation consenting to such amendment of its Articles of Incorporation is 249, and attached hereto, marked Exhibit "A" and made a part hereof is a copy of the form of written consent executed by the holder of said shares.

Three: The total number of shares of said corporation entitled to vote on or consent to the adoption of such amendment is 249.

IN WITNESS WHEREOF, the undersigned have executed this certificate of amendment this 30th day of March, 1955.

  
H. C. Burns President

  
Dewain Caple Secretary



STATE OF CALIFORNIA )  
COUNTY OF ALAMEDA ) SS

H. C. BURNS and DEWAIN CAPLE, being first duly sworn, each for himself deposes and says:

That H. C. BURNS is and was at all of the times mentioned in the foregoing Certificate of Amendment, the president of H. C. BURNS COMPANY, INC., the California corporation therein mentioned, and DEWAIN CAPLE is, and was at all of said times, the secretary of said corporation; that each has read said certificate and that the statements therein made are true of his own knowledge, and that the signatures purporting to be the signatures of said president and secretary thereto are the genuine signatures of said president and secretary, respectively.

H. C. Burns  
H. C. Burns  
Dewain Caple  
Dewain Caple

Subscribed and sworn to before me  
this 30th day of March, 1955  
(seal) David A. Dend  
Notary Public in and for the County  
of Alameda, State of California

RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE AMENDMENT OF ARTICLES OF  
INCORPORATION OF  
H. C. BURNS COMPANY, INC.

WHEREAS at a special meeting of the board of directors of H. C. BURNS COMPANY, INC., a California corporation, duly held at the principal office for the transaction of business of said corporation at Oakland, California on the 30th day of March, 1955 at which meeting a quorum of the members of said board was at all times present and acting, an amendment of the articles of incorporation of said corporation was adopted and approved by resolution of said board amending paragraph IV of the articles of incorporation of this corporation which contains provisions regarding the issuance of stock of the corporation which reads as follows:

"That the total number of shares which the corporation shall authority to issue and the aggregate par value of all shares and of each of such shares is as follows:

"Five hundred (500) shares of the par value of One Hundred (\$100.00) Dollars per share and of the aggregate value of Fifty Thousand (\$50,000.00) Dollars"

to read as follows:

"That the total number of shares which the corporation shall have authority to issue is fifty thousand (50,000) and all such shares of stock are to be without par value."

NOW THEREFORE, the undersigned shareholder of said corporation does hereby adopt, approve and consent to the foregoing amendment of said articles of incorporation, and does hereby consent to the above amendment as herein set forth.

IN WITNESS WHEREOF, the undersigned has hereunto signed his name and, following his name, the date of signing and the number of

shares. Said shares are held by H. C. Burns on said date  
entitled to vote and dividends. Said articles of incorporation  
of the character of the foregoing amendment.

<u>Name</u>	<u>Date</u>	<u>No. of Shares</u>
H. C. Burns	March 30, 1955	249 shares
H. C. Burns		

# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all to whom these presents shall come, Greetings:*

*I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:*

That the photographic reproduction hereunto annexed was prepared from certain records on file in my office and is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto  
set my hand and affix the Great  
Seal of the State of California

this **MAR 28 1953**



*Frank M. Jordan*

Secretary of State

By *Charles L. Kester*  
Assistant Secretary of State

211235

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF H. C. BURNS COMPANY,  
INC.

X FILED  
in the Office of the Secretary of State  
of the State of California

SEP 3 - 1957

FRANK H. JORDAN, Secretary of State

*Harold A. Mantz*  
Register

The undersigned, H. C. BURNS and DEWAIN CAPLE, do hereby certify that they are respectively, and have been at all times mentioned herein, the duly elected and acting President and Secretary of H. C. BURNS COMPANY, INC., a California corporation, and further that:

One: At a special meeting of the stockholders of said corporation, duly held at its principal office for the transaction of business at 1122 East 8th Street, Oakland 6, California, at 8:30 o'clock A.M., on the 1st day of August, 1957, at which meeting there were at all times present and acting, either individually or through valid proxy, a quorum of more than two-thirds of the outstanding shares of this corporation, to wit: 15,097 shares out of 21,000 shares, the following resolutions were unanimously adopted:

"RESOLVED: That the Articles of Incorporation of this corporation be amended by deleting therefrom paragraph FIVE which reads as follows:

'The shareholders of this corporation shall have and are hereby given pre-emptive rights to subscribe to any or all issues of shares or securities of this corporation that shall at any time during the life of this corporation be duly issued by this corporation and that such pre-emptive rights shall inure or accrue to said shareholders in equal proportions.'


RESOLVED FURTHER: That the President or Vice President and the Secretary or Assistant Secretary of this corporation are hereby authorized and directed to sign and verify by their oaths and to sign a certificate in the form and manner required by Section 3672 of the Corporations Code of the State of California and in general to do any and all things necessary to effect said amendments in accordance with said Section 3672."

Two: The total number of shares of said corporation entitled to vote on the adoption of such amendments is 21,000 shares (there

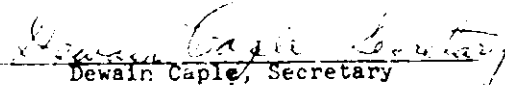
being only one class of shares issued by this corporation, with each share having one vote) and a quorum of more than two-thirds of the outstanding shares of this corporation, to wit: 15,097 shares out of 21,000 shares, voted for the approval and adoption of said amendment.

Three: The Board of Directors, at a special meeting held July 31, 1957, likewise unanimously adopted each of the resolutions as are herein set forth in paragraph numbered One as having been adopted unanimously by the shareholders, all of which resolutions are incorporated by reference in this paragraph.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment this 17 day of August, 1957.

  
H. C. Burns, President

(CORPORATE SEAL)

  
Dewain Caple, Secretary

STATE OF CALIFORNIA }  
COUNTY OF ALAMEDA } ss.

H. C. BURNS and DEWAIN CAPLE, being first duly sworn, depose and say:

That H. C. BURNS is, and was at all of the times mentioned in the foregoing Certificate of Amendment of Articles of Incorporation, the President of H. C. BURNS COMPANY, INC., the California corporation mentioned therein, and DEWAIN CAPLE is, and was at all of said times, the Secretary of said corporation; that each has read said Certificate and that the statements therein made are true of his own knowledge, and that the signatures purporting to be the signatures of said President and Secretary thereto are the genuine signatures of said President and Secretary, respectively.

H. C. Burns  
H. C. Burns  
Dewain Caple  
Dewain Caple

Subscribed and sworn to before me this 1st day of August, 1957.

(SEAL) Notary Public in and for the  
County of Alameda, State of  
California