

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

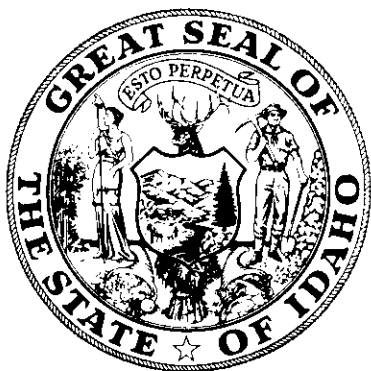
IDAHO LEASING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_  
IDAHO LEASING, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 18, 1982.



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Muriel F. Artich*

ARTICLES OF INCORPORATION

OF

"IDAHO LEASING, INC."

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens of the United States of America of legal age, have this day voluntarily associated ourselves together for the purpose of forming a general business corporation under the laws of the State of Idaho, and

WEHEREBY CERTIFY:

I

That the name of this Corporation is:

"IDAHO LEASING, INC."

II

That the nature of the business and the object and purpose to be transacted, promoted and carried on is to do any and all things as fully and to the same extent as natural persons might or could do in any part of the world, viz.

To do any and all lawful acts that are lawful under the General Business Corporation Act of the State of Idaho.

III

That the existence of this corporation is to be perpetual after the time of its incorporation unless sooner dissolved or disincorporated pursuant to law.

IV

That the principal place of business and the registered office of this corporation in this state shall be 409 College Avenue, Idaho Falls, County of Bonneville, State of Idaho and W.R. Russ Parker of the same address, its registered agent.

V

(a) That the amount of the capital stock of this

corporation shall be 1000 shares of common stock with \$.50 par value; all of said stock to be held, sold and paid for at such time and in such manner as provided for in these Articles, and in the By-Laws of this corporation, and as the Board of Directors may from time to time determine. All capital stock, when fully paid, shall be non-assessable.

(b) The corporation shall have the power to adopt, by appropriate By-laws, a provision or provisions restricting the sale or transfer of shares of stock provided that the same shall be in accordance with applicable laws.

#### VI

The name and post office address of the incorporator is Richard N. Bigelow, Attorney-At-Law, 234-8th Street, Idaho Falls, Idaho 83401.

#### VII

The names and post office address of the initial directors are as follows:

W.R. RUSS PARKER, 409 COLLEGE AVENUE, IDAHO FALLS, IDAHO 83401  
DON T. McCANDLESS, RT. 1 BOX 82, PINGREE, IDAHO 83262

#### VIII

The Board of Directors shall consist of three (3) directors, but on during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided, however, except as provided below the number of directors constituting the Board shall not be less than three (3) nor more than eleven (11). Notwithstanding anything to the contrary, in the event all of the shares of stock in the corporation are owned beneficially and of record by less than three (3) persons, unless otherwise directed by resolution of the Board of Directors, the Board

of Directors of the corporation shall consist of the number of persons which is equal to the number of shareholders of the corporation.

#### IX

The Board of Directors by a majority vote shall have the power to repeal and amend the By-laws and to adopt new By-Laws.

#### X

No contract or other transaction between the Corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the Corporation, and no act of the Corporation shall be in any way affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors, or a majority thereof, and any director of the Corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16<sup>th</sup> day of March, 1982.

*Richard N. Bigelow*

STATE OF IDAHO            )  
County of Bonneville )

On this 16<sup>th</sup> day of MARCH, 1982, before me, the undersigned, a Notary Public, in and for said state, personally appeared RICHARD N. BIGELOW, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have set hereunto my hand and affixed my official seal, the day and year in this certificate first above written.

*Richard E. Day*

Notary Public for Idaho  
Residing at IDAHO FALLS  
My commission ~~Expires~~: Now EXPIRING

(seal)