

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF CVB TRADING CO.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CVB TRADING CO.

_____ for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to CVB TRADING CO.

to transact business in this State under the name CVB TRADING CO.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **January 28, 1983.**



Pete T. Cenarrusa
SECRETARY OF STATE

Muriel E. Artach
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is CVB TRADING CO.
2. *The name which it shall use in Idaho is CVB TRADING CO.
3. It is incorporated under the laws of Arizona
4. The date of its incorporation is September 1, 1982 and the period of its duration is perpetual.
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1134 East Lincoln Street, Phoenix, Arizona 85009
6. The address of its proposed registered office in Idaho is 309 South 25th, Boise, Idaho 83707, and the name of its proposed registered agent in Idaho at that address is John J. Rueb
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Any legal act or activity for which corporations may qualify.
8. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|----------------------|-----------------------------------|----------------------------------------|
| <u>Clarke Fidler</u> | <u>Pres., Treas. and Director</u> | <u>P. O. Box 7946, Boise, ID 83707</u> |
| <u>John J. Rueb</u> | <u>Secretary & Director</u> | <u>P. O. Box 7946, Boise, ID 83707</u> |

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|---------------|--------------------------------------------------------------------|
| <u>10,000</u> | <u>Common</u> | <u>\$1.00</u> |
| | | |
| | | |

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|--------|--------------------------------------------------------------------|
| 100 | Common | \$1.00 |

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated October 20, 1982

CVB TRADING CO.
 By Clark C. Fidler, Pres.
 CLARKE FIDLER
 Its _____ President
 and John J. Rueb
 JOHN J. RUEB
 Its _____ Secretary

STATE OF Idaho)
) ss:
 COUNTY OF Ada)

I, Suzanne Klug, a notary public, do hereby certify that on this 20th day of October, 1982, personally appeared before me Clark C. Fidler, who being by me first duly sworn, declared that he is the President of CVB TRADING CO.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Suzanne Klug
 Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

STATE OF ARIZONA

Corporation Commission



To all to Whom these Presents shall Come, Greeting:

ARTICLES OF INCORPORATION

OF

CVB TRADING CO.

STATE OF ARIZONA

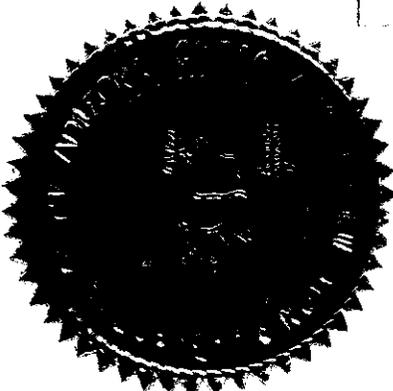
I hereby certify the annexed is a true and complete copy of the 06 page document on file in this Office.

DATED: JANUARY 24, 19 83

Lisa R. Smith
Executive Secretary

By: LISA R. SMITH

This Certification Stamp replaces our previous Certification system.



149600

ARTICLES OF INCORPORATION
OF
CVS TRADING CO.

AZ CORP COMMISSION
FOR THE STATE OF AZ.
FILED

SEP 1 2 53 PM '82

We, the undersigned incorporators, desiring to form a corporation under the laws of the State of Arizona, adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

CVS TRADING CO. s)

ARTICLE II

The incorporators of the corporation are: Anthony V. Ekmann, 5050 North 40th Street, Phoenix, AZ 85018, and Donald A. Waldman, 5050 North 40th Street, Phoenix, AZ 85018. All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

ARTICLE III

The corporation initially intends to engage in the hide, business and related businesses.

ARTICLE IV

The purpose for which this corporation is organized is the transaction of any or all lawful business for which corpora-

tions may be incorporated under the laws of the State of Arizona as they may be amended from time to time, and specifically, but not in limitation thereof, the purpose of engaging in the hide business and related businesses.

In furtherance of the purposes of the corporation, the corporation shall have the following powers:

(a) To own, acquire, hold, buy, sell, lease, rent, convey, improve, dispose of, encumber or deal in any and all kinds of real property or any interest therein, including lands, hereditaments, easements, rights of way and water rights.

(b) To buy, sell, own, pledge, hold, acquire, deal in and trade in personal property, tangible and intangible, including stocks, bonds and mortgages, and including shares of stock in this corporation; to borrow money and loan money; to give and hold collateral security, mortgages or otherwise, and to execute any and all easements incidental or necessary thereto.

(c) To make contracts with third parties, firms and corporations; to act as an incorporator of other corporations; to enter into partnerships with other persons or corporations; to make contracts with any of the officers, directors, shareholders or employees of this corporation, individually and without limitation, restriction or prejudice, including, but not limited to,

profit sharing and pension plans, which contracts, when and if made, shall be considered and construed on the same basis as contracts with third parties are considered and construed, all in furtherance of the management, operation, objects and purposes of this corporation.

(d) To hold meetings within or without the State of Arizona and to carry on any other lawful business whatsoever and to do all and everything necessary and advantageous in connection with and for the accomplishment of the foregoing, or which is calculated, directly or indirectly, to promote the interests of the corporation, and to do any or all of the things hereinbefore set forth to the same extent as natural persons could do, all upon such terms and conditions as the Board of Directors may determine.

The foregoing paragraphs shall be construed as the objects, purposes and powers of this corporation, and it is expressly intended that said objects, purposes and powers shall not be limited or restricted by reference to or inference from the terms of any other clause, term or paragraph herein contained.

ARTICLE V

The total authorized shares of the corporation shall be Ten Thousand (10,000) common shares with a par value of One Dollar (\$1.00) each.

The shares of this corporation may be issued for cash, services or property, upon such conditions and terms as may be determined by the Board of Directors, who shall have full power and authority to fix the value of the property or services for which shares may be issued and whose valuations shall be conclusive, and the shares so issued shall be fully paid and non-assessable.

The Board of Directors may from time to time cause the corporation to purchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus of the corporation.

The shareholders of the corporation, from time to time, shall have preemptive rights as to any shares that may be authorized to be issued by the Board of Directors. No resolution of the Board of Directors authorizing the issuance of shares to which preemptive rights shall attach may require such rights to be exercised within less than thirty days from the date that notice is given to the shareholders.

ARTICLE VI

The affairs of the corporation shall be conducted by a Board of Directors, the number of which shall be determined at the annual meeting of the shareholders in the manner specified in the By-Laws of the corporation. Directors shall be elected

at the annual meeting of the shareholders to be held at such time as may be provided in the By-Laws of the corporation, and each Director shall serve until their successors are elected and qualified. The following persons shall comprise the initial Board of Directors, who shall serve until their successors are elected and qualified: Clark Fidler, P.O. Box 7946, Boise, Idaho, 83707, and John J. Eneb, P.O. Box 7946, Boise, Idaho 83707.

ARTICLE VII

The private property of the shareholders, directors and officers of this corporation shall be forever exempt from corporate debts and liabilities.

ARTICLE VIII

Emann, Waldman & Brody, P.C., an Arizona corporation, with offices at 3030 North 40th Street, Suite 200, Phoenix, Arizona, is hereby appointed the initial statutory agent of the corporation. The Board of Directors of this corporation may revoke this appointment of agent at any time and shall have power to fill any vacancy in such position.

IN WITNESS WHEREOF the incorporators have hereunto set their hands this 23rd day of August, 1982.



Donald A. Waldman

STATE OF ARIZONA }
County of Maricopa } ss.

The foregoing instrument was acknowledged before me
this 23rd day of August, 1982, by Anthony V. Emswam and Donald A.
Waldman.

Sheila M. Proctor
Notary Public

My Commission Expires:

