



## Department of State.

### CERTIFICATE OF INCORPORATION

I, JAS H. YOUNG, 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

**TRI CITY INVESTORS, INC.**

was filed in the office of the Secretary of State on the **2nd** day  
of **June** A.D. One Thousand Nine Hundred **Fifty-eight** and  
duly recorded on Film No. **103** 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 **2nd** day of **June**,  
A.D., 1958 .

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
**TRI CITY INVESTORS, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we DO HEREBY CERTIFY:

FIRST: That the name of this corporation is

**TRI CITY INVESTORS, INC.**

SECOND: That the purposes for which this corporation is formed are the following:

To acquire by lease, purchase, contract, concession, or otherwise, and to own, develop, explore, exploit, improve, operate, lease, enjoy, control, manage or otherwise turn to account, mortgage, grant, sell, exchange, convey, or otherwise dispose of either within or without the State of Idaho and in any country, domestic or foreign, any and all real estate, lands, options, concessions, grants, land patents, franchises, rights, privileges, easements, tenements, estates, hereditaments, interests, and properties of every description and nature whatsoever which the corporation may deem wise and proper in connection with the conduct of any business or businesses herein enumerated.

To purchase, lease or otherwise acquire, in whole or in part, the business, good will, rights, franchises, and property of every kind, and to undertake the whole or any part of the assets or liabilities of any person, firm, association, or corporation engaged in conducting or authorized to conduct any business similar to any business authorized to be conducted by this corporation; to hold or in any manner dispose of the whole or any part of the business or property so acquired, and to exercise all the powers necessary to or incidental to the conduct of such business.

To promote and assist, financially or otherwise, corporations, firms, syndicates associations, individuals and others and to give any guaranty in connection therewith or otherwise for the payment of money or for the performance of any other undertaking or obligation.

In general, to have and exercise all powers, rights and privileges necessary and incidental to carrying out properly the objectives and objects above mentioned.

THIRD: That the principal office for the transaction of the business of this corporation shall be located in Pocatello, Bannock County, State of Idaho.

FOURTH: That the number of shares which may be issued by this corporation is FIVE THOUSAND and that the par value of each share is TEN DOLLARS. That the aggregate par value of all shares is FIFTY THOUSAND DOLLARS.

FIFTH: That all of the shares of this corporation shall be classified as COMMON SHARES.

SIXTH: That the total number of shares which have been actually subscribed is THIRTY-TWO.

SEVENTH: That the names of the subscribers and the number of shares to be subscribed and the amount to be paid for such shares by them are as follows, respectively:

Arthur B. Anderson, Pocatello, Idaho	2 shares	\$20.00
Elwin H. Anderson, Pocatello, Idaho	2 shares	\$20.00
Gus Carr Anderson, Pocatello, Idaho	2 shares	\$20.00
Niel Christensen, Pocatello, Idaho	2 shares	\$20.00
E. V. Cutler, Pocatello, Idaho	2 shares	\$20.00
Morris B. Howell, Pocatello, Idaho	2 shares	\$20.00
Roland S. Howell, Pocatello, Idaho	2 shares	\$20.00
Douglas O. Hall, Pocatello, Idaho	2 shares	\$20.00
Keith L. Merrick, Pocatello, Idaho	2 shares	\$20.00
Earl L. Romriell, Pocatello, Idaho	2 shares	\$20.00
Ernest D. Romriell, Pocatello, Idaho	2 shares	\$20.00
Elden D. Romriell, Pocatello, Idaho	2 shares	\$20.00
Melvin Solomon, Pocatello, Idaho	2 shares	\$20.00
Mrs. Pearl Solomon, Pocatello, Idaho	2 shares	\$20.00
Larry Solomon, Pocatello, Idaho	2 shares	\$20.00
Andrew L. Sherman, Pocatello, Idaho	2 shares	\$20.00

EIGHTH: That all of the incorporators are of full age and they are all citizens of the United States of America.

NINTH: That the number of directors of this corporation is sixteen (16) and they all reside in or near Pocatello, Idaho, and the names of those who are appointed to act until the election and qualification of their successors is the same as set out above in paragraph seven.

TENTH: 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 stockholders of this corporation. That in the event stock is transferred by operation of law or by sale by process of law, the same amount of stock so transferred will be offered to the other stockholders of this corporation for their purchase; said stock will be offered from the treasury stock of said corporation. The price of said stock so offered shall be determined by the book value of said corporation as set forth in the books of the company.

ELEVENTH: No proxies may be voted by non-stockholders. All proxies to be voted must be held by stockholder present at any meeting at which the proxies are voted.

TWELFTH: The term of existence of this corporation shall be perpetual.

1 IN WITNESS WHEREOF, we have hereunto set our hands  
2 and seals this 19<sup>th</sup> day of April, 1958.

3 Arthur B. Anderson

4 ARTHUR B. ANDERSON

5 Elwin H. Anderson

6 ELWIN H. ANDERSON

7 Gus Carr Anderson

8 GUS CARR ANDERSON

9 Niel Christensen

10 NIEL CHRISTENSEN

11 E. V. Cutler

12 E. V. CUTLER

13 Morris B. Howell

14 MORRIS B. HOWELL

15 Roland S. Howell

16 ROLAND S. HOWELL

17 Douglas O. Hall

18 DOUGLAS O. HALL

19 Keith L. Merrick

20 KEITH L. MERRICK

21 Earl L. Romriell

22 EARL L. ROMRIELL

23 Ernest D. Romriell

24 ERNEST D. ROMRIELL

25 Eldon D. Romriell

26 ELDON D. ROMRIELL

27 Melvin F. Solomon

28 MELVIN SOLOMON

29 Pearl Solomon

30 PEARL SOLOMON

Larry W. Solomon

LARRY SOLOMON

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*Andrew L. Sherman*  
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ANDREW L. SHERMAN

STATE OF IDAHO       )  
                          (   SS  
COUNTY OF BANNOCK )

On this 19<sup>th</sup> day of April, 1958, before me, the undersigned,  
a Notary Public in and for said county and state, personally appeared

Arthur B. Anderson  
Elwin H. Anderson  
Gus Carr Anderson  
Niel Christensen  
E. V. Cutler  
Morris B. Howell  
Roland S. Howell  
Douglas O. Hall  
Keith L. Merrick  
Earl L. Romriell  
Ernest D. Romriell  
Eldon D. Romriell  
Melvin Solomon  
Pearl Solomon  
Larry Solomon  
Andrew L. Sherman

known to me to be the persons whose names are subscribed to the within instrument  
and acknowledged to me that they executed the same in the capacity of individuals  
and for the purpose of incorporating said Articles of Incorporation of TRI CITY  
INVESTORS, INC.

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

*Lela Ward Swain*  
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NOTARY PUBLIC FOR IDAHO residing at Pocatello  
therein. Com. exp.  
(SEAL)