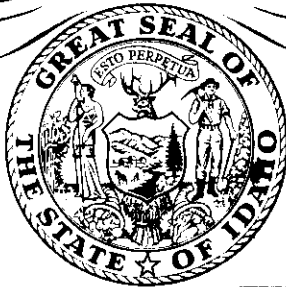


# State of Idaho



## 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

#### **HOMEDALE DEVELOPMENT CO.**

was filed in the office of the Secretary of State on the **Sixteenth** day of **June,** A.D. One Thousand Nine Hundred **Sixty,** and duly recorded on Film No. **112** 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

**Homedale,** in the County of **Boyer.**

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 **16th** day of **June**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
HOMEDALE DEVELOPMENT CO.

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KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all being natural persons of full age and citizens of the United States, in order to form a corporation for the purpose hereinafter stated under and pursuant to the provisions of the general corporation laws of the State of Idaho and acts amendary thereof and supplementary thereto, do hereby certify as follows:

FIRST: The name of this corporation is "HOMEDALE DEVELOPMENT CO."

SECOND: The purposes specified herein shall be construed as purposes and powers and shall not be limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed. The purposes and objects for which this corporation is formed are as follows:

- a. To engage in any commercial, industrial, mining and agricultural enterprise permitted under the laws of the State of Idaho and generally to engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.
- b. To buy, contract to buy, lease, receive, manufacture, produce, or otherwise acquire; to hold, own, lease, operate, manage, improve, develop or otherwise use; to mortgage pledge, or otherwise encumber; to assign, sell, contract to sell, exchange, give or otherwise dispose of; and to import, export, distribute or otherwise deal in and with personal property of every kind, whether now known or hereafter to be discovered or invented.
- c. To buy, contract to buy, lease, receive, or otherwise acquire; to hold, own, occupy, operate, manage, improve, develop, or otherwise use; to mortgage, pledge, or otherwise encumber; and to convey, sell, contract to sell, exchange, give or otherwise dispose of and deal in real property including its appurtenances and each and every right, interest or estate therein.
- d. To buy, contract to buy, receive, or otherwise acquire; to hold, own, manage, vote or otherwise use; to assign as security, pledge or otherwise encumber; and to sell, contract to sell, exchange, assign, endorse, give or otherwise dispose of and deal in all kinds of stocks, bonds, securities, negotiable instruments, contracts, mortgages or other evidence of indebtedness.
- e. To make, perform and carry out contracts of every kind for any lawful purpose and for any amount with any person, firm, association or corporation, either public or private,

or with any city, county, state or government or any agency thereof.

f. To arrange credit and borrow money from any private, commercial or government source; to evidence such borrowings by issuing negotiable and non-negotiable contracts, bonds, debentures, promissory notes or other evidence of indebtedness; and to secure such borrowings, contracts or any of the obligations for the corporation by issuing assignments for security, pledges, mortgages, trust deeds or any other forms of encumbrances upon all or any part of the assets of the corporation.

g. To evidence, guarantee or otherwise become liable or **responsible** for the debts or performance of any person, firms, association or corporation; and to loan money and extend credit in any amount, with or without **security**, to any person, firm, association or corporation.

h. To act as agent, factor, broker, middleman, forwarder or in any other capacity for any person, firm, association or corporation.

i. To employ employees, agents, brokers, salesman or persons, firms, association or corporations in any other capacity for carrying on the business of the corporation.

j. To buy, acquire, hold, sell, exchange, re-issue or cancel any shares of its own capital stock but the shares of its own capital stock **belonging** to the corporation shall not be voted directly or indirectly.

k. To organize and become a member of a partnership; and to organize, incorporate and reorganize subsidiary corporations joint stock companies and associations for any purpose permitted by the law.

l. To have and to exercise any and all powers and privileges

now or hereafter conferred by the laws of the State of Idaho upon corporations formed under any of the general corporation laws of the State of Idaho, or under any acts amendary thereof or supplementary thereto or substituted therefor.

m. To exercise all of the powers and purposes provided in these articles by and through its Board of Directors without the necessity of securing the authorization of the stockholders.

THIRD: This corporation is to have perpetual existence.

FOURTH: The location of and post office address of the registered office of this corporation is Homedale, Idaho.

FIFTH: The amount of the authorized capital stock of this corporation shall be \$100,000.00 divided into 100,000 shares of common stock with the par value of \$1.00 per share.

SIXTH: The name and post office address of each incorporator and the number of shares of common stock for which each has subscribed are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares Subscribed</u>
Frank Matteson	Homedale, Idaho	1
Henry Quast	Homedale, Idaho	1
Lester Carter	Homedale, Idaho	1
Richard B. Eismann	Homedale, Idaho	1
Oroville Soper	Homedale, Idaho	1
A. E. Murphy	Homedale, Idaho	1
Herman Koenig	Homedale, Idaho	1
Clarence Cook	Homedale, Idaho	1
Robert Kneifel	Homedale, Idaho	1
R. George Wolff	Homedale, Idaho	1
Everett Colley	Homedale, Idaho	1
Russ Immisch	Homedale, Idaho	1

Joseph S. Turner	Homedale, Idaho	1
Paul Zatica	Homedale, Idaho	1
James Duncan	Homedale, Idaho	1
Norman Tolmie	Homedale, Idaho	1
Ed Manning	Homedale, Idaho	1

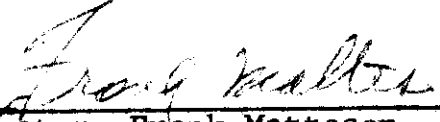
SEVENTH: The private property of the stockholders shall not be subject to the payment of corporate debts of any extent ~~whatsoever~~, and the shares of this corporation shall not be subject to the assessments for the purpose of paying expenses, conducting business, or paying debts of this corporation.

EIGHTH: The number of directors of this corporation shall be as specified in the by-laws and such number may be increased or decreased in such manner ~~as~~ may be provided in the by-laws but the number of directors shall not be less than three.


NINTH: The corporation reserves the right to amend, alter, change, or repeal any ~~provision~~ contained in these articles of incorporation in the manner now or hereafter provided by law by a two-thirds vote of its shareholders, represented in person ~~or~~ by proxy at any annual meeting of the sharehoulders or any special meeting duly called for that purpose, except where the laws of the State of Idaho provide otherwise.


IN WITNESS WHEREOF, we have hereunto set our hands this


1 day of June, 1960.

  
Incorporator, Frank Matteson

  
Incorporator, Henry Quast

  
Incorporator, Lester Carter

  
Incorporator, Richard B. Eismann

  
Incorporator, Orovile Soper

A. E. Murphy  
Incorporator, A. E. Murphy

Herman Koenig  
Incorporator, Herman Koenig

Clarence Cook  
Incorporator, Clarence Cook

Robert Kneifel  
Incorporator, Robert Kneifel

R. George Wolff  
Incorporator, R. George Wolff

Everett A. Colley  
Incorporator, Everett Colley

Russ Immisch  
Incorporator, Russ Immisch

Joseph S. Turner  
Incorporator, Joseph S. Turner

Paul Zatica  
Incorporator, Paul Zatica

James Duncan  
Incorporator, James Duncan

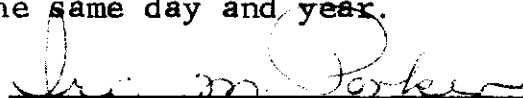
Norman Tolmie  
Incorporator, Norman Tolmie

E. A. Manning  
Incorporator, E. A. Manning

STATE OF IDAHO, County of OWYHEE ) ss

On this 1st day of June, 1960, before me, a Notary Public, in and for said state, personally appeared FRANK MATTERSON, HENRY QUAST, LESTER CARTER, RICHARD B. EISMANN, OROVILLE SOPER, A. E. MURPHY, HERMAN KOENIG, CLARENCE COOK, ROBERT KNEIFEL, R. GEORGE WOLFF, EVERETT COLLEY, RUS IMMISCH, JOSEPH S. TURNER, PAUL ZATICA, JAMES DUNCAN, NORMAN TOLMIE, and ED MANNING, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same, and that they were citizens of the United States and over the age of twenty-one years.

WITNESS my hand and seal the same day and year.

  
Notary Public for Idaho  
Residing at Homedale, Idaho