



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

ORCHARD FURNITURE AND APPLIANCE, INC.

was filed in the office of the Secretary of State on the **11th** day
of **April** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **102** 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

Boise

in the County of

Ada

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 **11th** day of **April** ,
A.D., 19 **58** .

Secretary of State.

ARTICLES OF INCORPORATION
OF
ORCHARL FURNITURE AND APPLIANCE, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned,
LESTER McCracken, Genevieve McCracken, and Henry F. Reed

being each persons of full age, residents of the State of Idaho, and citizens of the United States, desiring to form a General Business Corporation under and by virtue of the provisions of Chapter I of Title 30 of the Idaho Code, and we do hereby certify, declare and adopt the following Articles of Incorporation:

I

The name of the corporation is ORCHARL FURNITURE AND APPLIANCE, INC.

II

The nature, objects and purposes of this corporation shall be to do any and all of the things hereinafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

a. To manufacture, buy, sell import, export, and generally deal in furniture, household and kindred furnishings and to carry on the business of interior decorating and furnishings of every nature and description.

b. To manufacture, purchase and sell notions, toys, department store supplies and merchandise of every kind, and to receive and sell the same as agent or on commission. To manufacture, buy, sell, deal in, and to engage in, conduct and carry on the business of manufacturing, buying, selling, and dealing in, goods, wares and merchandise of every class and description.

c. To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time, for the purpose of purchasing property, or for any other purpose in or about the

business of the corporation, and if deemed proper, to secure the payment of any such obligations by mortgage, pledge, deed of trust or otherwise.

d. To acquire, and take over as a going concern and thereafter to carry on the business of any person, firm or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith to acquire the good will and all or any of the assets and to assume or otherwise provide for all or any of the liabilities of such business.

e. To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise turn to account or deal with all or any part of the property of the corporation.

f. To carry on business at any place or places within the jurisdiction of the United States, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise dispose of and deal with real and personal property at any such place or places.

g. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of the corporation or business of a similar nature, with any person, firm, corporation, private, public or municipal body politic under the government of the United States, or any state, territory or colony thereof or any foreign government, so far as and to the extent that the same may be done and performed by corporations organized under the General Corporation Law.

h. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms or individuals and either as principals, or agents and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers or any of them.

i. The foregoing enumeration of special powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Idaho upon corporations organized under the provisions of Chapter I of Title 30, Idaho Code.

This corporation shall have a total authorized capital stock as follows:

410,000 divided into 1,000 shares of common stock of the par value of \$10.

IV

Each of the stockholders of record shall be entitled to at all meetings of the corporation and in any other matter requiring a vote, to one vote for each share of stock standing in his name upon the books of the corporation. In voting for directors or officers the stock may be voted cumulatively.

V

The office of the corporation shall be located at 413
North Orchard Avenue, Boise, Idaho.

VI

The duration of the corporation is to be perpetual.

V I I

The number of directors is to be not less than three (3) or more than seven (7) in number. The directors need not be stockholders.

VIII

The names and post office addresses of each subscriber and the number of shares which each agrees to take are as follows:

<u>LESTER McCRACKEN</u>	Boise, Idaho	Common	1
<u>GERALDINE McCRACKEN</u>	Boise, Idaho	Common	1
<u>HENRY F. REED</u>	Boise, Idaho	Common	1

No contract or other transaction of the corporation with any other person, firm or corporation or in which this corporation is interested shall be affected or invalidated by the fact that any one or more of the directors of this corporation is interested in or is a director, individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a director of the corporation is hereby relieved from all liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be in any wise interested.

X

The shares of stock shall not be transferred in any manner whatsoever unless the holder thereof first offers them to the corporation at ~~any~~ ^{MARKET} value.

IN WITNESS WHEREOF, We have made, signed and acknowledged these articles of incorporation this 11th day of April, 1958.

NAME

ADDRESS

Arthur W. Cracken

711 Stanley St.

N. Genevieve W. Cracken

711 Stanley St.

Henry F. Reed

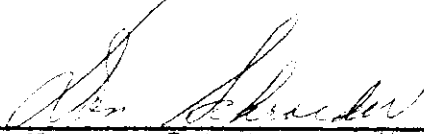
7412 N. Orchard

STATE OF IDAHO)
County of Ada.) ss.

On this 11 day of April, 1958, before me,
the undersigned, a Notary Public in and for said State, personally
appeared LESTER McCracken, Genevieve McCracken and HENRY F. REED

known to me to be the individuals described in and who executed the fore-
going Articles of Incorporation and they severally acknowledged to me
that they executed the same.

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



Notary Public for Idaho
Residing at Boise, Idaho