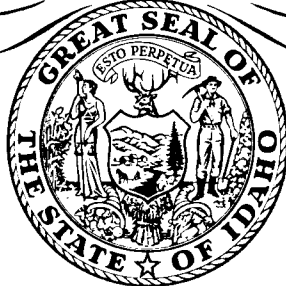


# State of Idaho



## 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

**ROBERTSON'S, INC.**

was filed in the office of the Secretary of State on the **Twenty-sixth** day  
of **April** A.D. One Thousand Nine Hundred **Sixty-five** and  
**will be**  
/ duly recorded on **Film No. microfilm** 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  
**Nampa,** in the County of **Canyon.**

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 **26th** day of **April**,  
A.D., 19**65**.

**ARNOLD WILLIAMS**  
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION  
OF  
ROBERTSON'S INC.

KNOW ALL MEN BY THESE PRESENTS: That we, EDWARD I. ROBERTSON, GRACE R. SELLERS, and THOMAS W. MALSON, of the State of Idaho, and all being citizens of the United States of America, and all being of full age, do under, and in pursuance of, the general incorporation laws of the State of Idaho, hereby voluntarily associate ourselves together, and such other persons as hereafter become associated with us, into a body politic and corporate, to carry on the business and for the purposes hereinafter named:

I.

The name of this corporation shall be ROBERTSON'S, INC.

II.

The purposes for which this corporation is formed are as follows; to-wit:

- (a) To carry on the business of public and private warehousing and all the business necessarily or impliably incidental thereto, and to further carry on the business of general warehousing and all its several branches; to construct, hire, purchase, operate, maintain all of any means or conveyances for the transportation to and from storage of any and all products, goods, wares, merchandise or manufactured articles; to issue certificates, warrants and receipts, negotiable or otherwise, to persons warehousing goods with the corporation, and to make, negotiate, or secure advances or loans upon the security of said stored merchandise and products or otherwise; and generally, to carry on and undertake any and all business undertaking, transaction or operation commonly carried on or undertaken by warehousemen.
- (b) To have and use a corporate seal which may be altered at pleasure.
- (c) To receive, acquire, hold, purchase, dispose of, convey, mortgage and or lease real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge and/or

1 otherwise dispose, deal in shares, bonds,  
2 securities and debentures and other evidences  
3 of indebtedness of other corporations, domestic or  
4 foreign.

5 (d) To appoint such officers, employees and agents  
6 as the business of the corporation may require  
7 and to allow them compensation.

8 (e) To enter into contracts or obligations of any  
9 kind or type essential, necessary or proper to  
10 the transaction of its ordinary affairs or for  
11 the purposes of the corporation.

12 (f) To conduct business in the State of Idaho or  
13 other states and territories of the United States  
14 and in foreign countries and to have one or more  
15 offices and places of business in or out of the  
16 State of Idaho, and to acquire, receive, hold,  
17 purchase, lease, mortgage, dispose of and/or con-  
18 vey real and personal property situate within or  
19 without the State of Idaho.

20 (g) To apply for, acquire, hold, use, own, operate,  
21 dispose of by sale or otherwise, mortgage, hypo-  
22 thecate, lease and/or sell and grant licenses in  
23 respect of patents, trademarks, trade names, in-  
24 ventions, improvements, processes, copyrights and  
25 licenses therefor.

26 (h) To execute, issue, and negotiate promissory notes,  
27 bills of exchange, bonds, debentures, negotiable  
28 instruments, securities and other obligations of  
29 this corporation, and to secure any of the same by  
30 pledge, mortgage, deeds of trust, or other hypo-  
31 thecation of any or all of the property of the  
32 corporation.

(i) In connection with the carrying on of the business  
of the corporation, to lend and advance money,  
credit, property of the corporation, and to render  
aid by guarantee or any other manner gratuitously  
or on such terms as may seem expedient, on open  
account, secured or unsecured, to any person, firm,  
association or corporation.

(j) To purchase, subscribe for or otherwise acquire,  
own, manage, hold, use, operate, lease, mortgage,  
hypothesize, pledge, exchange, assign, transfer,  
sell or otherwise dispose of immovable and movable  
property of every kind and description, including  
shares of stock, bonds, indentures, notes, evidences  
of indebtedness and other securities, contracts or  
obligations of this or any other corporation,  
association or firm, and to pay therefor in whole  
or in part in cash, or by exchanging therefor stocks,  
bonds, or other evidence of indebtedness or secur-  
ities, of this or any other corporation, and to re-  
ceive, collect and dispose of the interest, divi-  
dends, and income arising from such property and  
to possess and exercise in respect thereof, all the  
rights, powers and privileges of ownership, in-  
cluding all voting powers of any stocks or other

1 securities, so owned, controlled, managed, or  
2 operated.

3 (k) To do generally any and all things necessary or  
4 proper in carrying on the business of the corpor-  
5 ation, and to enter into, make, perform and carry  
6 out contracts, leases, and franchises of every  
7 kind and nature relating to or connected with the  
8 business or any phase thereof in which the corpor-  
9 ation may be or is from time to time engaged upon,  
10 and to do everything necessary, proper or useful  
11 for the accomplishment of the objectives and  
12 principles herein enumerated, or necessary, proper  
13 or convenient to the benefit of the corporation  
14 for the furtherance of its business propositions.  
15

16 (1) The foregoing purposes specified herein shall be  
17 construed both as purposes and powers, and shall  
18 be in nowise limited or restricted by reference  
19 to, or inference from the terms of any other  
20 clauses in this or any other article, but the  
21 purposes and powers specified in each of the  
22 clauses herein shall be regarded as independent  
23 purposes and powers, and enumeration of specific  
24 purposes and powers shall not be construed to  
25 limit or restrict in any manner, the meaning of  
26 the general terms or of the general powers of  
27 the corporation.

### 28 III.

29 The principal place of the transaction of business of this  
30 corporation and its post office address and registered office  
31 shall be at Nampa, Canyon County, Idaho, but the corporation may  
32 establish and maintain such subordinate and branch offices as  
may be hereafter decided or determined upon by the corporation,  
by or through its Board of Directors, whether in the State of  
Idaho or such other states or places as may from time to time  
be determined.

### 33 IV.

34 That the period for which this corporation shall exist  
35 shall be perpetually from and after the date of filing these  
36 Articles of Incorporation.

### 37 V.

38 That the total authorized capital stock of this corporation  
39 shall be ONE HUNDRED THOUSAND DOLLARS (\$100,000.00), divided into  
40 ONE THOUSAND (1,000) shares of the par value of ONE HUNDRED DOLLARS

1 (\$100.00) each per share, all of equal classification, without  
2 priority one over the other, and fully paid and non-assessable.

3 VI.

4 The name and post office address of each of the incorpor-  
5 ators and the number of shares subscribed by each subscriber and  
6 the par value thereof, is as follows:

| 7 <u>Name:</u>        | <u>P.O. Address</u>                   | <u>No.<br/>Shares</u> | <u>Par Value<br/>Per Share</u> |
|-----------------------|---------------------------------------|-----------------------|--------------------------------|
| 8 Edward I. Robertson | P.O. Drawer R<br>Nampa, Idaho         | 51                    | \$100.00                       |
| 9 Grace R. Sellers    | 203 8th Ave. South<br>10 Nampa, Idaho | 25                    | 100.00                         |
| 11 Thomas W. Malson   | 5108 Hill Road<br>12 Boise, Idaho     | 20                    | 100.00                         |

13 VII.

14 The manner, time and place of holding the general annual  
15 meeting, adjourned meetings and special meetings of the stockholders  
16 and of the directors of this corporation, and the method of  
17 conducting the business of this corporation, shall be provided by  
18 the By-Laws hereinafter to be adopted by this corporation.

19 IN WITNESS WHEREOF, the undersigned have hereunto set  
20 their hands and seals this 24<sup>th</sup> day of April, 1965.

21 ~~Edward I. Robertson~~  
22 Edward I. Robertson  
23 Grace R. Sellers  
24 Thomas W. Malson  
25  
26  
27  
28  
29  
30  
31  
32

1 STATE OF IDAHO }  
2 County of Canyon } ss

3 On this the 24<sup>th</sup> day of April, 1965, before me, the  
4 undersigned, a Notary Public in and for said State, personally  
5 appeared EDWARD I. ROBERTSON, GRACE R. SELLERS, and THOMAS W.  
6 MALSON, known to me to be the persons whose names are subscribed  
7 to the foregoing instrument, and acknowledged to me that they  
8 executed the same.

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

12 Paul C. Nolt  
13 Notary Public for said State  
14 Residing at ~~Weiser~~, Idaho  
15 Nampa,  
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