

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

K. J. HILL, INC.

was filed in the office of the Secretary of State on the **Second** day of **January,** A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **114** 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 **Rigby** in the County of **Jefferson**

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 **January**, A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION

K. J. HILL, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are bona fide, natural born citizens of the United States of America do, under and in pursuance of the general corporation laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporation, and to that end execute the following ARTICLES OF INCORPORATION, and we hereby set forth and declare as follows:

I

That the name of this corporation is, and shall be K. J. HILL, INC.

II

That the period of the existence of this corporation shall be perpetual.

III

That the principal office of this corporation shall be located at Rigby, Jefferson County, Idaho, and that other offices for the transaction of the business of said corporation shall be established by the Board of Directors from time to time, both within and outside of the State of Idaho, and that the meetings of the Board of Directors may be had pursuant to the provisions of the By-Laws either at the principal office or at such other places as the By-Laws shall provide.

IV

The purposes for which this corporation is formed are as follows:

- a. To engage in and operate a general hardware and mercantile business and to deal in, buy, and sell general hardware, electrical and gas appliances, housewares, toys, general merchandise including paints and painting supplies, but not excluding any other articles of merchandise sometimes dealt in by hardware establishments.
- b. To purchase, or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage or otherwise

1 dispose of, and to invest, trade and deal in and with
2 real property, and any and all interests therein.

3 c. To invest the capital of the company for any of the
4 purposes aforesaid, and in the building or otherwise
5 improving or adding to the marketable value of the lands
6 or other properties from time to time acquired by the
7 company.

8 d. To enter into, make, perform and carry out contracts
9 of every sort and kind with any person, firm, association,
10 corporation, private, public or municipal or body politic
11 and with the Government of the United States, or any state,
12 territory or colony thereof, or any foreign government.

13 e. To lend money and to negotiate and make loans, either
14 on its own account or as agent or broker for others.

15 f. In general, but in connection with the foregoing, the
16 company may carry on any other business, whether construc-
17 tion, manufacturing, mining or otherwise, and have and
18 exercise all the powers conferred by the laws of Idaho
19 upon corporations formed under the laws of said State;
20 it being hereby expressly provided that the foregoing enu-
21 meration of specific powers shall not be held to limit or
22 restrict in any manner the general powers of the company.

23 V

24 The corporate powers, business and property of the company
25 shall be exercised, conducted and controlled by the Board of Direct-
26 ors, who shall have the power to repeal and amend and adopt new by-
27 laws of the for the company and to hold their meetings pursuant to
28 the provisions of the by-laws, and at such places and at such times
29 as the Board of Directors may, by resolution direct, or by act of
30 the Board may fix, both within, and outside of the State of Idaho.

31 VI

32 That the amount of the authorized capital stock of this cor-
poration shall be Fifty Thousand and no/100 (\$50,000.00) DOLLARS
divided into Five Hundred Shares of the par value of
One Hundred (\$100.00) DOLLARS per share.

33 VII

34 That the amount of capital stock, i.e., Five Hundred
35 Shares, shall be non-assessable.

36 VIII

37 The amount of said capital stock that has been actually sub-

1 scribed is three (3) shares, and the names and residences of the
2 persons who have subscribed therefor, and the number of shares sub-
3 scribed by each, are as follows:

4	<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
5	K. J. Hill	432 W. 1 No.	one
	Iola B. Hill	Rigby, Idaho	one
6	James E. Mitchell, Jr.	Rigby, Idaho	one

7 That the foregoing named incorporators are all persons of
8 full age, and fully competent and that all of them are citizens of
9 the United States of America.

10 IN WITNESS WHEREOF, We have hereunto set our hands and seals
11 this 26th day of December, 1961.

12 Kenneth J. Hill
13 Iola B. Hill
14 James E. Mitchell, Jr.

15 STATE OF IDAHO)
16 County of Jefferson) ss.

17 On this 26th day of December, 1961, before me,
18 the undersigned, a Notary Public in and for said County and State,
19 personally appeared K. J. HILL, IOLA B. HILL, and JAMES E. MITCHELL
20 known to me to be the persons whose names are subscribed to the fore-
21 going instrument and acknowledged to me that they executed the same.

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

24 Charles E. Young
25 Notary Public for Idaho
26 Residing at Rigby, Idaho
27 My Commission Expires: 8-31-62