

# State of Idaho

## Department of State

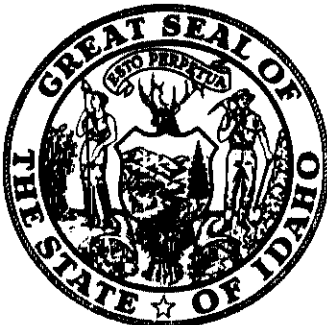
### CERTIFICATE OF INCORPORATION OF

PARK K DIAMOND, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 28, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Alta Seibel*

ARTICLES OF INCORPORATION

OF

PARK K DIAMOND, INC.

RECEIVED  
SEC. OF STATE

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The corporation's name shall be Park K Diamond, Inc.

ARTICLE II

PURPOSE

The purposes for which this corporation is organized are:

1. To operate a hardware store, and,
2. To transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE III

PLACE OF BUSINESS AND AGENT

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as 249 W. Ririe Hwy., Ririe, Idaho, 83443. The name of the registered agent is Kendall W. Park, at that address.

ARTICLE IV

EXISTENCE

The corporation shall have perpetual existence.

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## ARTICLE V

### CAPITAL

The capital shall be evidenced by 10,000 shares having no par value. This stock shall be issued pursuant to Section 1244 of the Internal Revenue Code.

Such stock is, and shall remain, nonassessable.

## ARTICLE VI

### NO LIABILITY

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

## ARTICLE VII

### AMENDMENT

The Directors, by a two-thirds (2/3) vote, may repeal, amend and/or adopt new By-Laws, which By-Laws may be further repealed, amended and/or adopted by the shareholders by a two-thirds (2/3) vote of all issued and outstanding shares. In the event of an amendment by the shareholders, said By-Laws so amended cannot thereafter be repealed or amended by the Directors.

## ARTICLE VIII

### CAPITAL STOCK

The amount of capital stock actually subscribed by the persons whose residences are hereinafter set forth appear opposite the names of said persons as follows, to wit:

<u>NAME</u>	<u>ADDRESS</u>	<u>AMOUNT OF STOCK</u>
Kendall W. Park	4658 East 100 North Rigby, Idaho 83442	50 Shares
JoAnn Park	4658 East 100 North Rigby, Idaho 83442	50 Shares

#### ARTICLE IX

##### BOARD OF DIRECTORS

The names and addresses of the persons nominated by the Shareholders to be on the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kendall W. Park	4658 East 100 North Rigby, Idaho 83442
JoAnn Park	4658 East 100 North Rigby, Idaho 83442

#### ARTICLE X

##### OFFICERS

The names, addresses, and titles of the persons appointed by the Board of Directors to be Officers are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Kendall W. Park	4658 East 100 North Rigby, Idaho 83442	President
JoAnn Park	4658 East 100 North Rigby, Idaho 83442	Secretary

#### ARTICLE X

##### INCORPORATORS

The names of the Incorporators are Kendall W. Park and JoAnn Park.

DATED in duplicate original this 25<sup>th</sup> day of March, 1994.

Kendall W. Park  
Kendall W. Park

JoAnn Park  
JoAnn Park

STATE OF IDAHO                   )  
  ) ss  
County of Jefferson            )

On this 25<sup>th</sup> day of March, 1994, before me, the undersigned, a Notary Public in and for said State, personally appeared Kendall W. Park and JoAnn Park, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and 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 in this acknowledgement first above written.

(Seal)

Janet Field  
Notary Public for Idaho  
Residing at: Levisville  
My Commission Expires: 1/29/96