



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

SALCO, INC.

was filed in the office of the Secretary of State on the **Fourth** day of **January** **sixty-six** A.D. One Thousand Nine Hundred and **will be** **microfilm** duly recorded on Film No. 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 **Lava Hot Springs,** **Bannock.** in the County of

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 **4th** day of **January**, **66** A.D., 19 .

Secretary of State.

ARTICLES OF INCORPORATION

of

HALLCO, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all of whom are citizens of the United States of America, and of legal age, have today voluntarily associated ourselves together for the purpose of forming a Corporation under the laws of the State of Idaho, and hereby certify:

I.

The name of the Corporation shall be, "HALLCO, INC."

II.

The duration of the Corporation shall be perpetual.

III.

The location and post office of the registered office of the Corporation in the State of Idaho shall be Lava Hot Springs, Idaho.

IV.

The amount of the authorized capital stock of the Corporation shall be Twenty-five Thousand Dollars (\$25,000.00), divided into Two Hundred Fifty (250) shares of common stock of the par value of One Hundred Dollars (\$100.00) a share. All of

the stock shall be of the same class, have the same powers and voting rights and shall be non-assessable for any purpose whatsoever.

V.

The business of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The qualifications, the term of office, manner of electing directors, the number of directors to be elected, the time, place and manner of calling meetings, and the powers and duties of the directors shall be prescribed by the By-Laws. The names and post office addresses of the directors until the first annual meeting of stockholders are as follows:

Terrell A. Hall	Lava Hot Springs, Idaho
Idonna Rose	Mesa, Arizona
Virgil W. Hall	Pocatello, Idaho
Donna M. Stoddard	Boise, Idaho

VI.

The officers of the Corporation, their qualifications, term of office, manner of election, number, and powers and duties shall be prescribed by the By-Laws.

VII.

The date, time, place and manner of the annual meeting of shareholders shall be prescribed by the By-Laws of the Corporation and said meeting may be held either within the State of Idaho or outside the State of Idaho.

VIII.

The purposes for which said Corporation is organized are as follows:

1. To take, buy, purchase, exchange, hire, lease, or otherwise acquire, real estate and property, either improved or unimproved, and any interest or right therein, and to own, hold, control, maintain, manage and develop the same in any state of the United States.
2. To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired or acquired under the General Corporation Law of the State of Idaho.
3. To erect, construct, maintain, improve, rebuild, enlarge, alter, manage and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, stores, offices, warehouses, mills, shops, factories, machinery and plants, and any and all other structures and erections which may at any time be necessary, useful or advantageous in the judgment of the board of directors for the purposes of the Corporation.
4. To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real property, chattels real, and other property of the company, real

and personal, and wheresoever situate, and any and all legal and equitable rights therein.

5. To transact the business of buying and selling, dealing in, leasing, renting and managing real estate and any interest therein for its own account as agent or broker, or upon commission.

6. To purchase, sell and manufacture, and deal in building materials and goods, wares and merchandise, and to carry on any other lawful trade or business incident to or proper or useful in connection with the purchase, sale, ownership, construction, maintenance and management of real property.

7. To borrow money, with or without pledge of or mortgage upon all or any of its property, real or personal, as security, and to loan and advance money upon mortgages on personal and real property, or on either of them.

8. To buy, sell and deal in, with or without guaranty of payment thereof, bonds and mortgages and other like securities and other kinds of properties whether real or personal, not prohibited or specially excepted by any law, and to do and prosecute any acts and things incident to or proper in connection with the carrying on of the business of this company.

9. To purchase, acquire, hold, sell, assign, and transfer, mortgage, pledge, and otherwise dispose of the shares

of the capital stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon.

10. To purchase or otherwise acquire, undertake, carry on, improve and develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on pursuant to the provisions of this certificate.

11. To make donations for the public welfare or for charitable, scientific or educational purposes.

12. To purchase, hold, sell, and transfer shares of its own capital stock, providing, however, its funds or property shall not be used for the purchase of shares of capital stock issued by it if such use shall cause an impairment of its capital; and provided further that the shares of capital stock so purchased shall not be voted at meetings of shareholders of this corporation, and shall be eliminated in determining the presence of a quorum at such meetings.

13. To have the powers to do those acts, things, and deeds set forth in Section 30-114, Idaho Code, and any and

all amendments thereto.

14. To do all acts and things necessary to carry out the purposes and intent expressed in the above provisions, and each and every necessary, suitable or advisable act or thing for the accomplishment thereof; to carry out the purposes hereinabove set forth in any state, territory, district or possession of the United States, or any foreign country, to the extent that such purposes are not forbidden by the law of such state, territory, district or possession of the United States, or by such foreign country, and, in the case of any state, territory, district or possession of the United States, or any foreign country, in which one or more of such purposes are forbidden by law, to limit the purpose or purposes which the Corporation proposes to carry on in such state, territory, district or possession of the United States, or foreign country, to such purpose or purposes as are not forbidden by the law thereof in any certificate for application to do business in such state, territory, district or possession of the United States, or foreign country.

IX.

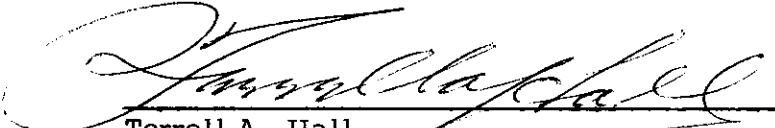
The power to repeal and amend the By-Laws and adopt new By-Laws of this Corporation is hereby conferred upon the directors, which power is to be exercised by a majority vote of said directors.

X.

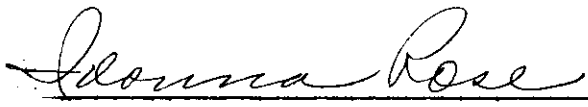
The names and post office addresses of each of the incorporators and the number of shares subscribed by each are as follows:

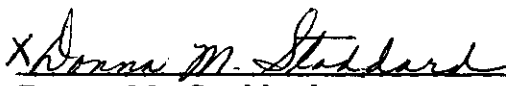
<u>Name</u>	<u>Address</u>	<u>Shares of Stock</u>
Terrell A. Hall	Box 185 Lava Hot Springs, Idaho	1
Virgil W. Hall	913 Highland Blvd. Pocatello, Idaho	1
Idonna Rose	607 North MacDonald Mesa, Arizona	1
Donna M. Stoddard	6604 Fairfield Ave. Boise, Idaho	1

IN WITNESS WHEREOF, We have hereunto set our hands this 30th day of December, 1965.


Terrell A. Hall


Virgil W. Hall


Idonna Rose

X 
Donna M. Stoddard

STATE OF IDAHO)
) ss
County of Bannock)

On this 30 day of December, 1965,

before me, the below named Notary Public in and for said County and State, personally appeared TERRELL A. HALL and VIRGIL W. HALL, known to me to be the persons who executed the within instrument 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 certificate first above written.

(SEAL)

Heber W. Swann
Notary Public for Idaho

Residing at: Fortville, Idaho

STATE OF IDAHO)
) ss
County of Ada)

On this 24th day of December, 1965,

before me, the below named Notary Public in and for said County and State, personally appeared DONNA M. STODDARD, known to me to be the person who executed the within instrument and acknowledged to me that she executed the same.

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

(SEAL)

X C. D. Blackwell
Notary Public for Idaho

Residing at: _____

NOTARY PUBLIC FOR
STATE OF IDAHO
RESIDING AT BOISE, IDAHO
MY COMMISSION EXPIRES
JULY 1, 1968

STATE OF ARIZONA

County of

Idaho
Bannock

SS

On this 30 day of December, 1965,

before me, the below named Notary Public in and for said County and State, personally appeared IDONNA ROSE, known to me to be the person who executed the within instrument and acknowledged to me that she executed the same.

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

(SEAL)

Helen W. Sweeney
Notary Public for Arizona

Residing at:

Idaho
Graceland, Idaho