

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

ARNOLD WILLIAMS,

I, ~~XXXXXXXXXX~~ **WAS H. BOONE**, 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

RAY J. WHITE & SONS, INC.

was filed in the office of the Secretary of State on the **twenty-seventh** day
of **January,** A.D. One Thousand Nine Hundred **Fifty-Nine** and
duly recorded on Film No. **105** 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
Lewiston, in the County of **Nez Perce.**

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 **27th** day of **January**,
A.D., 19 **59**.

Secretary of State.

ARTICLES OF INCORPORATION

RAY J. WHITE & SONS, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all of whom are citizens and residents of the United States and over the age of twenty-one, do make, and execute, the following Articles of Incorporation for the purpose of organizing a business corporation under the laws of the State of Idaho as defined in Title 30, Idaho Code, and we hereby certify:

I.

Name

The name of the corporation shall be RAY J. WHITE & SONS, INC.

II.

Purposes

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

(a) To transact a general real estate agency and brokerage business, buying, selling, renting, managing and dealing in real estate and real and personal property and any interest therein on commission or otherwise. To act as agent, nominee or attorney in fact for any persons or corporations in buying and selling, holding and dealing in real estate and any interest therein, and in supervising, managing and protecting such property and any interest therein and claims affecting the same.

(b) To act as broker, agent and adjuster in the business of any kind or class of insurance in any and all of its branches, including marine insurance, fire insurance, life insurance, accident and health insurance, automobile liability insurance, casualty insurance, workmen's compensation insurance, employers liability insurance, fidelity insurance, title insurance, insurance against loss by default whether willfull or otherwise in the fulfillment of contracts, insurance against loss because of fraud, theft, robbery or any kind of mis-conduct, rent insurance and tornado insurance.

(c) To conduct a general insurance agency and brokerage business; to act as agent for bonding, surety, title guaranty companies; to investigate and report upon the cause and extent of insured losses; to adjust and act as agent in the payment of the same; to attend to the collection of premiums on policies issued by its principals and the cancellation, alteration, and extension of policies and other contracts made by them, when and as authorized and directed.

(d) To directly or through ownership of stock in any corporation to purchase, lease, exchange or otherwise acquire real and personal property, either improved or unimproved and any interest therein; to own, hold, control, maintain, manage and develop the same; to erect, construct, maintain, improve, rebuild, enlarge, alter, manage, operate and control all kinds of buildings, houses, hotels, apartments, stores, offices, warehouses, mills, shops, factories, machinery and plant, and all structures and erections of any description on any land owned, held or leased by the corporation or upon any other land; to lease and sub-let offices, stores, apartments and other space in such building or buildings and to sell, lease, sub-let, mortgage, exchange, assign, transfer, convey, pledge or otherwise alienate or dispose of any of such real estate and property and any interest therein.

(e) To directly or through ownership of stock in any corporation to purchase or otherwise acquire, hold, manufacture, sell, exchange, mortgage, pledge, hypothecate, deal in and dispose of commodities, building materials and other personal and real property of every kind and any interest therein.

(f) To purchase or otherwise acquire, hold, sell, exchange, pledge, hypothecate, underwrite, deal in and dispose of stocks, bonds, notes, debentures or other evidence of indebtedness and obligations and securities of any corporation, including this corporation, company, association, partnerships, syndicates, entity or person, domestic or foreign, or of any domestic or foreign state, government or governmental authority, or of any political or administrative subdivision or department thereof, and certificates or receipts of any kind representing or evidencing any interest in any such stocks, bonds, notes, debentures,

evidences of indebtedness, obligations or securities; to issue its own shares of stock, bonds, notes, debentures or other evidences of indebtedness and obligations and securities for the acquisition of any such stocks, bonds, notes, debentures, evidence of indebtedness, obligations or securities, certificates, receipts purchased or acquired by it, and while the owner or holder of any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, receipts to exercise all the rights of ownership with respect thereof, and to the extent now or hereafter permitted by law to aid by loan, subsidy, guaranty or otherwise those issuing, creating or responsible for such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, debentures, evidences of indebtedness, obligations, securities, certificates or receipts.

(g) To engage in a general mortgage loan business and to purchase or otherwise acquire, hold, exchange, pledge, hypothecate, sell, deal in and dispose of mortgages and other liens covering any kind of property.

(h) To borrow or raise money for any of the purposes of the corporation and to give as security therefor any mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the assets of the corporation, and to sell, pledge or otherwise dispose of such securities or other obligations of the corporation for its corporate purposes.

(i) To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government or governmental authority, or of any political or administrative subdivision or department thereof and to perform and carry out, assign, cancel or extend any such contracts.

(j) To exercise all or any of its corporate powers and rights in the State of Idaho or any other state in which the corporation may qualify to do business.

(k) To do everything proper, necessary, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of the powers herein set forth, either alone or associated with others and incidental or pertaining to or connected with its business or powers.

(l) The purposes and powers specified in the clauses contained in this Article are to be construed both as purposes and powers and shall except when otherwise expressed in this Article be in no wise limited or restricted by reference to or inference from the terms of any other clause of these Articles. Each of the purposes and powers specified in this article shall be regarded as independent purposes and powers and the specification herein contained of particular powers is not intended to be and shall not be held to be in limitation of the general powers herein contained, or in limitation of the powers granted the corporation to corporations under the laws of the State of Idaho, but is intended to be and shall be held to be in furtherance thereof.

III.

Duration

This corporation shall have perpetual existence.

IV.

Location

The location and postoffice address of the office of this corporation and its principal place of business shall be Lewiston, Nez Perce County, State of Idaho.

V.

Capital Stock

The capital stock of this corporation shall consist of 25,000 shares of common stock of the par value of \$1.00 per share. No common stock of this corporation shall be transferred on the books of the corporation to anyone not a stockholder without the written consent of all common stockholders unless the common stock shall be first offered for sale to the corporation first and to each of the other common stockholders of this corporation second at a price that can be obtained from another. The By-Laws of this corporation shall prescribe the

the rules and regulations as to the formalities and procedures to be followed in effecting the transfer of common stock to anyone other than a common stockholder.

VI.

Incorporators

The names and postoffice addresses of each of the incorporators and a statement of the number of shares subscribed by each are as follows:

RAY J. WHITE	LEWISTON, IDAHO	100 SHARES
JOHN R. WHITE	LEWISTON, IDAHO	100 SHARES
ROBERT B. WHITE	LEWISTON, IDAHO	100 SHARES

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 21st day of January, 1959.

Ray J. White.
John R. White
Robert B. White

STATE OF IDAHO)
) SS
COUNTY OF NEZ PERCE)

On this 21st day of January, 1959, before me, the undersigned, a Notary Public in and for said State, personally appeared RAY J. WHITE, JOHN R. WHITE and ROBERT B. WHITE known to me to be the persons whose names are subscribed to 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 on the day and year in this certificate first above written.

Russell S. Randall

Notary Public in and for the State of Idaho
Residing at Lewiston, therein.