

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

EMERALD BUILDERS, INC.

was filed in the office of the Secretary of State on the **Sixth** day of **July**, 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 **Coeur d'Alene** in the County of **Kootenai**.

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 **Sixth** day of **July**, A.D., 19 **65**.

ARNOLD WILLIAMS
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION
OF
EMERALD BUILDERS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being residents and citizens of the United States of America of legal age, do, by this agreement associate together for the purpose of forming a corporation under the laws of and pursuant to the provisions of the laws and statutes of the State of Idaho, and we do hereby certify as follows:

I

The name of said corporation shall be:

EMERALD BUILDERS, INC.

II

The period of the duration of this corporation shall be perpetual.

III

The principal place of business of this corporation is Coeur d'Alene, Kootenai County, Idaho, and the Post Office address of its registered office in the State of Idaho shall be P.O. Box 816, Coeur d'Alene, Idaho.

IV

In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, this corporation shall have the following purposes and powers:

1. To process, deal in, manufacture, sell, install, store, handle, transport or otherwise work in and with building materials and home improvements, and home modernizing materials

of all kinds, including siding, roofing, awnings, patios, doors, windows, and any and all other materials and products used in the construction of, repair of, remodeling or improving of buildings of any kind whatsoever, and any and every other material, appurtenance, process useful in and necessary for and convenient in building, construction, maintenance, remodeling, repair or improvement of buildings of any kind whatsoever and to carry on and conduct the business of general contractors in the construction, repair and replacement, remodeling and/or improving buildings of every kind or nature, and of making, performing and discharging contracts therefor or relating thereto as contractor or otherwise, and all allied and interdependent lines of business.

2. To carry on its business, or any branch thereof, in any state or territory of the United States in conformity with the laws of said state, territory, and to have and maintain in any state, or territory a business office.

3. To make loans or advances in money or credit out of the capital of this corporation and other funds and contract for, charge and receive both directly and indirectly on or in connection with any such loan or advance, charges for interest, compensation, consideration, insurance or other expenses and purchase, discount and otherwise acquire or hold, mortgage, pledge or hypothecate and sell, transfer or otherwise dispose of promissory notes, trade acceptances, accounts receivable, conditional sales, contracts and other evidences of indebtedness either secured or unsecured.

4. To borrow or raise moneys for any other purposes of the corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes,

drafts, bills of exchange, warrants, bonds, debentures, and other negotiable and non-negotiable instruments in evidence of indebtedness, and to secure the payment thereof and of the interest thereon by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge, or otherwise dispose of such bonds and other obligations of the corporation for its corporate purposes.

5. To subscribe for, acquire by purchase or otherwise, and own, hold, sell, assign or transfer shares of the capital stock of any other corporation or business venture and to exercise all of the rights of the stockholder and acquire by purchase or otherwise, hold and dispose of stock in this corporation and acquire and pay for in cash, stocks, or bonds of this corporation or otherwise, the good will, right, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any firm, person, association or corporation.

6. To make contracts for purchase of supply, compromise actions and disputes, employ agents, purchase or lease warehouses, office and display space; to acquire by purchase or lease or otherwise lands and interest in lands; to own, hold and improve and develop any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation, buildings and other structures with their appurtenances; to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any land so owned, held, or occupied, and to mortgage, sell, lease or otherwise dispose of any lands or interest in lands, and in buildings or other structures and any and all stores, shops, suites, rooms, or other parts of the buildings or structures at any time owned or held by the corporation.

7. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic, or government, or dependency thereof and to do any and all other acts necessary, proper, advisable or convenient for the accomplishment of any other purpose, or the attainment of any of the objects or the furtherance of any of the powers herein set forth, either alone or associated with others, and incidental or pertaining to or growing out of or connected with its business or powers, which shall be for the purpose of attaining or for furthering any of its businesses, including powers to set apart out of any of the corporate funds available for dividends a reserve or reserves for any purposes or to abolish any such reserve in the manner in which it has been created, providing the same are not inconsistent with the laws of the State of Idaho.

V

The total capital stock of this corporation is \$25,000.00, consisting of 1,000 shares of common stock with par value of \$25.00 per share. There shall be only one class of stock which shall be common stock and each share of stock shall be equal, with equal voting and dividend rights and shall be non-assessable.

VI

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

<u>NAME OF SUBSCRIBER</u>	<u>POST OFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
HAROLD NAGEL	Rathdrum, Idaho	1
HERBERT NAGEL	Rathdrum, Idaho	1
EDWIN E. AKERS	Rathdrum, Idaho	1

IN WITNESS WHEREOF, we, the undersigned, have hereunto set
our hands and seals this 2nd day of July, 1965.

Harold Nagel
HAROLD NAGEL

Herbert Nagel
HERBERT NAGEL

Edwin E. Akers
EDWIN E. AKERS

STATE OF IDAHO)
County of Kootenai) ss.

On this 2nd day of July, 1965, before me, the undersigned
Notary Public, personally appeared HAROLD NAGEL, HERBERT NAGEL
and EDWIN E. AKERS, known to me to be the persons whose names are
subscribed to the foregoing instrument, and acknowledged to me,
each for himself, that they executed the same.

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

H. S. Sanderson
Notary Public for the State of Idaho
Residing at Coeur d'Alene
My Commission expires: 12-30-67