

# 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

**NELSON, INC.**

NO. 100,000

was filed in the office of the Secretary of State on the **Twenty-sixth** day of **August** A.D. One Thousand Nine Hundred **Eighteen** and duly recorded on **Page 100,000** 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 **general business** from the date hereof, with its registered office in this State located at **Boise Falls,** in the County of **Idaho.**

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 **26th** day of **August**

A.D., 19 **18**  
**ARNOLD WILLIAMS**  
Secretary of State

**By**  
Deputy Secretary of State.

ARTICLES OF INCORPORATION

OF

BELSON, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, HERMAN BELSON, FLORENCE BELSON, ROBERT BELSON and CAROLINE H. BELSON, of Idaho Falls, Bonneville County, Idaho, all being persons of full age and citizens of the United States of America, do hereby, as incorporators thereof, form a corporation under the provisions of the laws of the State of Idaho, and we do hereby adopt Articles of Incorporation of such corporation as follows:

I.

That the name of said corporation is:

BELSON, INC.

II.

That the purposes for which said corporation is formed are as follows:

To engage in and carry on a general transportation and trucking business primarily for the transporting of agricultural products of any and all kinds and every class and description, and to own, operate trucks and truck lines; maintain, haul, use, purchase, construct, establish, lease or otherwise acquire by purchase on credit or otherwise mortgage or sell or otherwise dispose of or deal with all types of vehicles, terminal properties, depots, storage facilities, machine and repair shops, facilities such as telephone, radio or otherwise, and all tools, machinery, appliances and appurtenances, and any and all property, real, personal or mixed and where-soever situated, whether or not similar to any property above described which may be necessary or useful in connection with the business of the corporation, and, if necessary, to carry on a general warehousing business to receive for safe keeping or storage goods, wares, merchandise and property of all kinds, and perform the duty of paying freights, charges, duties on bonding, receiving, hauling and transferring all such goods, wares and merchandise, to insure or cause to be insured the owner or owners thereof against all loss of whatever nature or kind, whether in transit or storage; to advance money upon any property in its custody or upon bills of lading, receipts or certificates representing goods in storage, elsewhere or in transit, and to operate any other business necessary or along the lines outlined herein to further the objectives and purposes of this corporation.

To borrow money and to issue bonds, debentures and other obligations of the corporation and to mortgage or pledge its property to secure such borrowed money or other obligations;

To acquire, hold, possess and own patents, improvements and franchises, or to acquire licenses under such patents for the manufacture and sale of any and all unpatented articles of merchandise, machinery or improvements thereon, or articles of any nature, and to beneficially use rights under such patents by vending said patents or rights or licenses thereunder;

To acquire, purchase, guarantee, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign, and to acquire by purchase or otherwise stock in this corporation, and to organize, or cause to be organized, incorporate and re-organize, subsidiary corporations and associations for any purpose permitted by law, to the same extent as a natural person might or could do; to act as agent, factor or consignee of any person, firm or corporation and to carry out all or any of the objectives and purposes herein specified, as principal, factor, agent, contractor, consignees or otherwise;

To receive, acquire, hold, purchase, dispose of, convey, mortgage, and/or lease real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, own, vote, sell, assign, pledge, and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidences of indebtedness of other corporations, domestic or foreign; and also to have all of the powers and authority authorized or provided for by Section 30-114 of Idaho Code Annotated for 1947, and all Acts amendatory thereto; and

To exercise and perform any and all of the hereinbefore mentioned and described powers, objects and matters, within and/or without the State of Idaho.

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director of this corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation in which this corporation is interested; and no contract, or other transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that any director of this corporation is a party to, or is interested in, such contract, act, or transaction, or in any way connected with such person, firm, or corporation, and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

The corporation may enter into restrictive agreements with its stockholders for the re-purchase of its corporate stock in the event of death, permanent disability, retirement, sale, bankruptcy or seizure by process of law; to enter into deferred compensation plans to include profit sharing plans with its employees.

### III.

That the duration of said corporation shall be perpetual.

IV.

That the location and post office address of the registered office of said corporation in Idaho shall be Idaho Falls, Bonneville County, Idaho.

V.

That the shares of stock of said corporation are not to be classified and shall all be common stock, and that the authorized shares of said corporation shall be Five Hundred (500) in number, of the par value of One Hundred and No/100 Dollars (\$100.00) each and of the aggregate par value of Fifty Thousand and No/100 Dollars (\$50,000.00).

That said shares of stock shall be fully paid up before being issued and after issuance shall be non-assessable.

VI.

That the names and post office addresses of each of the incorporators of said corporation and the number of shares therein subscribed by each of said incorporators are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>No. Shares Subscribed</u>
Herman Belson	170 E. 23rd Idaho Falls, Idaho	One (1)
Florence Belson	170 E. 23rd Idaho Falls, Idaho	One (1)
Robert Belson	1208 Pacific Idaho Falls, Idaho	One (1)
Caroline H. Belson	1208 Pacific Idaho Falls, Idaho	One (1)

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20<sup>th</sup> day of August, 1965. (In triplicate originals.)

Herman Belson (SEAL)

Robert Belson (SEAL)

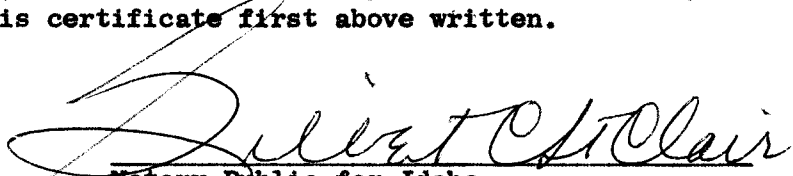
Caroline H Belson (SEAL)

Florence Belson (SEAL)

STATE OF IDAHO           )  
                                  ) ss.  
County of Bonneville    )

On this 20<sup>th</sup> day of August, 1965, before me, the undersigned, a Notary Public in and for said County and State, personally appeared HERMAN BELSON, FLORENCE BELSON, ROBERT BELSON and CAROLINE H. BELSON, known to me to be the persons whose names are subscribed to the within and foregoing 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.

  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho

ST. CLAIR, ST. CLAIR & HILLER  
HARBROUCK BUILDING  
IDAHO FALLS, IDAHO