



Department of State.

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP

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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

CLEAR SPRINGS TROUT CO.

was filed in the office of the Secretary of State on the

August

will be

A.D. One Thousand Nine Hundred

xxxxxx 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

Buhl,

Twin Falls.

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,

26th August
this day of
66
A.D., 19

Secretary of State.

ARTICLES OF INCORPORATION

OF

CLEAR SPRINGS TROUT CO.

KNOW ALL MEN BY THESE PRESENTS:

6 That the undersigned, Jess O. Eastman, Jr., Delva
7 Eastman and John C. Hepworth, all of Buhl, Twin Falls County,
8 Idaho, each and all citizens of the United States of America,
9 and each and all of the age of majority, do hereby associate
10 themselves together for the purpose of forming a corporation
11 under the laws of the State of Idaho, and to that end do hereby
12 adopt and execute the following Articles of Incorporation, and
13 do hereby certify and declare:

ARTICLE I.

That the name of said corporation is and shall be:

Clear Springs Trout Co.

ARTICLE II.

18 That said corporation is formed for the following
19 purposes:

1 and places of business out of this state, and to acquire, receive,
2 hold, purchase, lease, mortgage, dispose of, and/or convey real
3 and personal property situate out of this state.

4 (f) To enter into, make, perform and carry out con-
5 tracts of every kind and for any lawful purpose, without limit
6 as to amount, with any person, firm, association, corporation,
7 municipality, state or government, or any subdivision, district
8 or department thereof.

9 (g) To carry on any lawful business whatsoever in
10 connection with the foregoing or which is calculated directly or
11 indirectly to promote the interest of the corporation or to
12 enhance the value of its properties and to have and exercise all
13 right, powers and privileges which are now or may hereafter be
14 conferred by the State of Idaho upon corporations; to execute
15 from time to time general or special powers of attorney to per-
16 sons, firms, associations or corporations and to revoke same as
17 and when the Board of Directors may determine; and to do any or
18 all of the things herein set forth to the same extent as natural
19 persons might or could do.

20 (h) Any and all of the rights, powers, privileges or
21 restrictions in these Articles of Incorporation granted and con-
22 tained, conferred or imposed may be enlarged, amended, altered,
23 changed in any manner and to any extent, or repealed by Articles
24 of Amendment made, executed, authorized by the laws of the State
25 of Idaho.

26 (i) To do any and all such other acts, things, business
27 or businesses in any manner connected with or necessary, incidental,
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1 convenient or auxiliary to any of the objects hereinbefore
2 enumerated, or calculated, directly or indirectly to promote the
3 interest of the corporation and to carry on its purpose, or for
4 the purpose of attaining or furthering in any of its businesses.

27 k. The several clauses contained in this statement of

1 purposes shall be construed, as both purposes and powers, and
2 the statements contained in each clause shall, except where other-
3 wise expressed, be in no way limited or restricted by reference
4 to or inference from the terms of any other clause, but shall be
5 regarded as independent purposes and powers.

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ARTICLE III.

7 That the location and post office address of the
8 corporation shall be at Buhl, Twin Falls County, State of Idaho.

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ARTICLE IV.

10 That, subject to dissolution, in the manner provided by
11 law, the duration of this corporation shall be perpetual.

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ARTICLE V.

13 That the amount of the authorized stock of said corpora-
14 tion shall be \$300,000.00 divided into 3,000 shares of common
15 stock, of the par value of \$100 per share.

16
ARTICLE VI.

17 That the names and post office addresses of each of
18 the incorporators and the number of shares subscribed by each is
19 as follows:

20	NAME OF INCORPORATOR	POST OFFICE ADDRESS	SHARES SUBSCRIBED
21	Jess O. Eastman Jr.	Route #4, Buhl, Idaho	1
	Delva Eastman	Route #4, Buhl, Idaho	1
22	John C. Hepworth	316 Main, Buhl, Idaho	1

23
ARTICLE VII.

24 The private property of the stockholders of the corpora-
25 tion shall not be subject to the payment of corporate debts to
26 any extent, whatever, and the shares of the corporation shall not
27 be subject to assessment for the purpose of paying expenses, con-
28 ducting business, or paying debts of the corporation.

ARTICLE VIII.

2 The number of directors of the corporation shall be as
3 specified in the Bylaws, provided the number of directors of the
4 corporation shall not be less than three. In case of any increase
5 in the number of directors, the additional directors may be
6 elected by the directors then in office, and the directors so
7 elected shall hold office until the next annual meeting of the
8 stockholders and until their successors are elected and qualified.

9 All the officers of the corporation shall be stock-
10 holders, except that the secretary and treasurer may, but need
11 not be stockholders, and any two or more offices may be held by
12 the same one person except the office of president and treasurer.
13 The term of office of the officers, except as in these articles
14 otherwise expressly provided, shall be for one year and until
15 their successors shall have been elected and qualified, unless
16 sooner removed or resigned, as herein provided.

ARTICLE IX.

18 A majority of the board of directors shall constitute
19 a quorum and shall have power to transact the business and exer-
20 cise the corporate powers of the corporation and, except as
21 otherwise provided herein, may mortgage, pledge, sell or other-
22 wise dispose of real or personal property of the corporation for
23 the purpose of carrying on the business of the corporation. The
24 board of directors shall have power to appoint agents and servants
25 of the corporation, prescribe their duties and remove them at
26 pleasure and may fix the compensation of the officers, agents
27 and servants of the corporation, and shall have power to vote and

1 grant to themselves (any any officer or director may join in
2 granting to himself such salary), commission or compensation for
3 their services as officer or director, or both as they may deter-
4 mine. The board of directors or the stockholders may, by a
5 majority vote, adopt Bylaws for the regulation of the affairs
6 of the corporation, and by a majority vote amend or repeal the
7 same, provided that such Bylaws shall not conflict with these
8 Articles of Incorporation. The Bylaws adopted by the directors
9 shall provide the time and place of directors' meetings and the
10 manner of calling the same, which meeting may be held within or
11 without the State of Idaho.

12 In Witness Whereof, the parties have hereunto set their
13 hands this 24 day of August, 1966.

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STATE OF IDAHO)
) ss.
County of Twin Falls)

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Jess O. Eastman Jr.
Delva Eastman
John C. Hepworth

On this 24 day of August, 1966, before me,
the undersigned, a notary public, personally appeared Jess O.
Eastman, Jr., Delva Eastman and John C. Hepworth, known to me to
be the persons whose names are subscribed to the foregoing
instrument and acknowledged to me that they executed the fore-
going Articles of Incorporation and that all of the incorporators
named therein are full-age citizens of the United States.

1 In Witness Whereof, I have hereunto set my hand and
2 seal the day and year in this certificate first above written.
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Michael H. Peth

6 Notary Public for Idaho
7 Residing at Buhl, Idaho
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