



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, 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

CAIN'S INCORPORATED

was filed in the office of the Secretary of State on the 3rd day of November A.D. One Thousand Nine Hundred Fifty-four and duly recorded on Film No. 68 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
Twin Falls *in the County of* **Twin Falls**

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
3rd *day of* **December,**
A.D., 19 **54.**

Secretary of State.

ARTICLES of INCORPORATION

of

CAIN'S INCORPORATED

* * *

KNOW ALL MEN BY THESE PRESENTS: That we, ELVIS CAIN, FLOR-
ENCE MARIE CAIN, MELBOURNE H. JENSEN, and ELVA S. JENSEN, all of
Twin Falls, Idaho, and all of full age and citizens of the United
States, have associated ourselves together as a corporation under the
name and style of Cain's Incorporated, for the purpose of becoming a
body corporate and politic under and by virtue of the laws of the State
of Idaho, and in accordance with provisions of the laws of said State,
we do hereby execute, in triplicate originals, and acknowledge this
certificate, in writing, of our intention so to become a body corporate
under and by virtue of said laws.

1.

The name of said corporation shall be

CAIN'S INCORPORATED

2.

The purposes for which said corporation is formed are: ✓

To do any and all things which a business corporation may
lawfully do.

To manufacture, buy, sell, rent, store, repair, and care for
and carry on and conduct in all its branches and departments as prin-
cipal or agent, the business of the manufacture and sale at retail or
wholesale of furniture, fixtures, household appliances and household
furnishings of every type and character and all business incidental
or in any way connected therewith, and to deal in, buy and sell general
hardware, electrical and gas appliances, housewares, toys, general
merchandise, and all things sometimes dealt in by hardware establish-
ments, but not limited to those above enumerated.

To engage in the sale and distribution of all household appliances, hardware and household furnishings; to vend and deal in all household appliances, hardware and home furnishings, parts and accessories and other articles which go to make up household appliances, hardware and home furnishings; to acquire and own patents, improvements and franchises, and to operate under such patents, improvements and franchises, pertaining to the matters and things enumerated herein but not limited to the matters and things enumerated herein.

To acquire by purchase or lease or otherwise, lands and interest in lands and to subdivide, plat and sell the same and to own, hold, improve, develop and manage any real estate so acquired, and to erect or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected or any lands so owned, held or occupied and to mortgage or lease or otherwise, dispose of any lands or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings or structures at any time owned or held by the corporation; and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

To purchase or otherwise acquire any and all letters patent and similar rights granted by the United States or any other country or government, licenses and the like, or any other interests therein, or any inventions which may seem capable of being used for or in connection with any of the objects or purposes of said corporation, and to use, develop, sell and grant licenses in respect to or other interests in the same, and otherwise turn the same to account.

To engage in any business, whether manufacturing or otherwise, which may seem advantageous or useful in connection therewith, and to manufacture, market or prepare for market, any article or thing which the company may use in connection with its business, either wholesale or retail.

To purchase, lease, hire, or otherwise acquire, real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey and mortgage said property or any part thereof.

To acquire, hold, mortgage, lease, manage, operate, develop, build, erect, maintain for the purposes of said Company, either directly or indirectly, ownership of stock in any corporation, any real estate or land business, buildings, offices, stores, warehouses, shops, plants, machinery, rights, easements, permits, privileges, franchises and licenses, and all other things which may at any time be necessary or convenient in the judgment of the Board of Directors for the purposes of the company. ✓

To borrow and lend money and negotiate loans, draw acceptances, make, issue, draw, endorse, discount, buy, sell, conditional sales contracts, bills of exchange, promissory notes, bonds, debentures, other negotiables, instruments, securities and mortgages and pledged agreements; to issue, subscribe for, take, acquire, and hold, sell, exchange and deal in shares of capital stock including the capital stock issued by it, and bonds, obligations and securities of any government or authority or company; to give any guaranty for the payment of money or performance of any obligation or undertaking incidental or appropriate for the carrying on generally of its business; to enter into, make, perform, and carry out contracts of every sort and kind with any person, firm, association or corporation, private, public or municipal or body politic and with the government of the United States or any state, territory or colony thereof or any foreign country, to make charitable and business donations or gifts. ✓

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

for To purchase, sell, and in general to deal in, implements, machinery, vehicles, and any and all articles pertaining to agriculture, ✓

in any or all of the states and territories of the United States and in foreign countries, and to acquire property for the purpose of carrying on such business.

The statements contained in the several subparagraphs of this article number 2 shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other subdivision but shall be regarded as independent purposes and powers. The several subdivisions contained in this statement of purposes shall be construed as both purposes and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this type of corporation by the laws of the State of Idaho, all of which are hereby expressly claimed. ✓

3.

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

4.

The location and post office address of its registered office in this State is 150 Main Avenue North, Twin Falls, Twin Falls County, Idaho, and in such or all other states, territories or colonies of the United States, or of any foreign country, as to the Board of Directors may seem necessary, convenient or proper.

5.

The total authorized number of par value shares is One Hundred Thousand (100,000) of the par value of One Dollar (\$1.00) each, and their aggregate par value is One Hundred Thousand Dollars (\$100,000.00). ✓

6.

That said stock shall be of one class of common stock, with equal voting rights in each share of stock, and said stock shall be fully paid and non-assessable.

7.

The name and post office address of each of the incorporators, and a statement of the number of shares subscribed by each, is as follows:

Elvis Cain	Twin Falls, Idaho	1 share
Florence Marie Cain	Twin Falls, Idaho	1 share
Melbourne H. Jensen	Twin Falls, Idaho	1 share
Elva S. Jensen	Twin Falls, Idaho	<u>1 share</u>

4 shares

IN WITNESS WHEREOF, The parties have hereunto subscribed their names and affixed their seals this 1st day of December, 1954.

Elvis Cain

Florence Marie Cain

Melbourne H. Jensen

Elva S. Jensen

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

On this 1st day of December, 1954, before me, Robert N. W. Balleisen, a Notary Public in and for the State of Idaho, personally appeared ELVIS CAIN, FLORENCE MARIE CAIN, MELBOURNE H. JENSEN and ELVA S. JENSEN, 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, the day and year in this certificate last above written.

Robert N. W. Balleisen
Notary Public for Idaho,
Residing at Twin Falls, Idaho.

(SEAL)