



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

BURLEY INDUSTRIAL CORPORATION

was filed in the office of the Secretary of State on the **Twelfth** day of **March,** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **127** 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

Burley

in the County of

Cassia.

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 **12th** day of **March**, A.D., 19 **64.**

Secretary of State.

ARTICLES OF INCORPORATION
OF
BURLEY INDUSTRIAL CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, all residents of the State of Idaho, each and all citizens of the United States of America, and each and all of the age of majority, do hereby associate themselves together for the purpose of forming a corporation under and pursuant to the provisions of the laws of the State of Idaho and for the purposes expressed in the following articles and do hereby adopt the following articles of incorporation, and do hereby certify and declare:

ARTICLE I.

The name of this corporation shall be "BURLEY INDUSTRIAL CORPORATION".

ARTICLE II.

The corporation is organized for the purpose of promoting the economic development of the Burley, Idaho area and the area in which it operates by providing financial and/or other types of assistance to business concerns located, or desirous of locating, in the area and will operate in the manner and shall have the powers, responsibilities, and be subject to the limitations provided by the laws of the State of Idaho and the laws of the United States Government.

The powers and authority of the corporation shall be as follows:

- (a) To operate under the name set forth in ARTICLE I above;
- (b) To issue in consideration for cash and other valuable assets the number of shares of stock indicated in ARTICLE V;
- (c) To borrow money and issue its debenture bonds, promissory notes, or other obligations under such general conditions and

subject to such limitations as permitted by applicable law;

(d) To make long term loans to business concerns for the purpose and in the manner and subject to the conditions as the company may prescribe; with the right to sell or dispose of such loans in such manner and under such terms and conditions as the company shall from time to time determine;

(e) To acquire and make commitments for obligations and securities of a business enterprise only within the limitations established by local or federal laws;

(f) To undertake its operations in cooperation with banks or other financial institutions;

(g) To provide consulting and advisory services to business concerns on a fee basis;

(h) To invest funds not reasonably needed for its current operations in any manner deemed prudent by the Board of Directors of the company;

(i) To conduct its operations in accordance with, and subject to, all applicable laws of the State of Idaho and the United States of America;

(j) To make reports to shareholders and participants of the company at such times and in such form as the By-Laws shall require;

(k) By its Board of Directors to appoint such officers and employees as may be deemed proper, define their authority and duties, fix their compensation, require bonds of such of them as it deems advisable and fix the penalty thereof, dismiss such officers or employees, or any thereof, at pleasure, and appoint officers to fill the vacancies and to do all other things which a partnership or natural person could do and exercise as may be from time to time authorized by law;

(l) To organize, join, participate, associate with or become a member of such other corporations, associations or organizations having similar purposes and powers to further the interests and business of this corporation or the business and industry in which it is engaged;

(m) To buy, sell, hold and manage real estate; to buy or otherwise acquire buildings for industrial, mercantile and business

purposes; to own, hold, rent, lease or sell the same; to build or otherwise acquire, own and hold industrial, mercantile and residential properties and housing developments; to hold, lease, rent or sell the same; to engage in manufacturing and industrial businesses; to engage in mercantile, farming and other businesses and to buy and sell the same; to engage in any and all business activities which are not prohibited by law of general business and manufacturing corporations;

(n) To adopt and use a corporate seal;

(o) To make contracts;

(p) To sue and be sued, complain and defend in any court of law or equity;

(q) To adopt By-Laws regulating the manner in which its stocks shall be transferred, its officers and employees appointed, its property transferred, and the privileges granted to it by law exercised and enjoyed;

(r) To exercise, use and employ the authorities granted to corporations by law now existing and that may hereafter exist;

(s) To exercise such other incidental powers as may be reasonably necessary to carry out the business for which the corporation is established.

ARTICLE III.

The corporation shall have perpetual existence.

ARTICLE IV.

The location and post office address of the corporation's registered office in the State of Idaho is 137 West 13th Street in Burley, County of Cassia, State of Idaho, Post Office Box 670.

ARTICLE V.

The total number of shares which the corporation is authorized to issue is 10,000 shares, each of a par value of Twenty-five Dollars (\$25.00), and the aggregate par value of the total authorized number of par value shares shall be the sum of Two Hundred Fifty Thousand Dollars (\$250,000.00). Said capital stock when fully paid shall be non-assessable and shall be of one class all voting.

ARTICLE VI.

That the amount of capital stock of the corporation which has been actually subscribed is Four Hundred Fifty Dollars (\$450.00) and the following are the names of the subscribers and their addresses and the number and par value of the shares subscribed by each:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>PAR VALUE</u>
Ross T. Nielson	Box 305 Burley, Idaho	2	\$ 50.00
Chas. J. Hendricks	Box 600 Burley, Idaho	2	50.00
Truman Bradley	Box 408 Burley, Idaho	2	50.00
Clive M. Holland	Box 7 Burley, Idaho	2	50.00
Robert D. Hilliard	1758 Occidental Burley, Idaho	2	50.00
I. G. Harris	Box 220 Burley, Idaho	2	50.00
Charles E. Skaggs	1918 Oakley Ave. Burley, Idaho	2	50.00
J. H. Roper	1931 Miller Ave. Burley, Idaho	2	50.00
William A. Parsons	Box 670 Burley, Idaho	2	50.00

ARTICLE VII.

The number of directors of the corporation shall be not less than three nor more than twenty-five, which number of directors shall be fixed by the By-Laws of the corporation.

IN WITNESS WHEREOF, the parties have hereunto set their hands this 26th day of February, 1964.

Ross T. Nielson
Ross T. Nielson

Chas. J. Hendricks
Chas. J. Hendricks

Truman Bradley
Truman Bradley

Clive M. Holland
Clive M. Holland

Robert D. Hilliard
Robert D. Hilliard

I. G. Harris
I. G. Harris

Charles E. Skaggs
Charles E. Skaggs

J. H. Roper
J. H. Roper

William A. Parsons
William A. Parsons

STATE OF IDAHO)
County of Cassia) ss.

On this 29th day of February, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared ROSS T. NIELSON, CHAS. J. HENDRICKS, TRUMAN BRADLEY, CLIVE M. HOLLAND, ROBERT D. HILLIARD, I. G. HARRS, CHARLES E. SKAGGS, J. H. ROPER, and WILLIAM A. PARSONS, all 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 first above written.

Richard J. Smith
Notary Public for Idaho,
Residing at Burley, Idaho.