

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

CARIBOU DEVELOPMENT CORPORATION

was filed in the office of the Secretary of State on the **Fourth** day of **January**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **114** 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

Ninety-nine years from the date hereof, with its registered office in this State located at

Pocatello

in the County of

Bannock

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 **4th** day of **January**, A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION
of the
CARIBOU DEVELOPMENT CORPORATION

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all bona fide residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we hereby certify:

I.

That the name of said corporation is "CARIBOU DEVELOPMENT CORPORATION".

II.

That the purposes for which said corporation is formed are to carry on a general wholesale and retail business; to construct domestic and agricultural water systems and to buy and sell water delivered through such systems; to deal in the sale and repair of all types of automotive, farm, and general construction machinery; to deal in the sale and construction of all types of building and construction materials; to deal in all types of agricultural products as well as all materials normally used in the production of agricultural products and the by-products therefrom; and to engage in the general manufacturing of any or all of the items involved in the above endeavors. Said corporation shall have power to acquire, own, and hold by purchase, location, lease, bond, exchange, or otherwise, and to sell, convey, lease, bond, mortgage, or otherwise dispose of and deal in real estate; to buy, own, use, mortgage, sell and dispose of personal property; to buy, sell and exchange or otherwise acquire the capital stock of other corporations or companies that are or may be subsidiary or tributary to this corporation, and that contribute to the objects and purposes of

the company; to borrow or raise money for all legal purposes of the company and to make, issue and negotiate its promissory notes or bonds or other agreements or obligations for such amounts and payable at such times and places and drawing interest at such rates as the Board of Directors of this company shall deem expedient, and for the purpose of securing the payment of such loans or bonds, and the interest thereon, to execute trust deeds or mortgages, or both, upon the whole or any of the company's real or personal property, franchises, incomes and profits, acquired or that thereafter shall be acquired, and to do all such things as are incident or conducive to the attainments of the said objects of this corporation.

III.

Said corporation shall exist and continue for a term of ninety-nine years unless sooner dissolved or disincorporated according to law.

IV.

That the place where its principal business is to be transacted shall be the City of Pocatello, County of Bannock, State of Idaho, but this corporation may have such other offices, either within or without the State of Idaho, as may be established by the Board of Directors, at any of which offices meetings of the Board of Directors may be held for the transaction of any business of the corporation. Stockholders' meetings shall be held at Pocatello, Idaho.

V.

The management and control of the business of this corporation shall be under a Board of Three Directors.

VI.

The amount of the capital stock of said corporation shall be Twenty-Five Thousand (\$25,000.00) Dollars, divided into twenty-five thousand (25,000) shares of the par value of One (\$1.00) Dollar each.

VII.

The amount of the capital stock actually subscribed and the persons subscribing same are as follows, to-wit:

<u>Names</u>	<u>No. of Shares</u>	<u>Amount</u>	<u>Residence</u>
Melvin J. Anderson	11,250	\$11,250.00	Inkom, Ida.
Marjorie L. Anderson	11,250	11,250.00	Inkom, Ida.
Eleanor H. Lindstrom	2,500	2,500.00	Roberts, Ida.

VIII.

To be eligible to an office in this corporation, a person must be the owner, as shown by the books of the corporation, of at least two hundred fifty (250) shares of the capital stock thereof, and the President, Secretary and Treasurer must be directors of said corporation. The office of Secretary and Treasurer may be held by the same person.

The failure at any time of any officer to hold the amount of the stock necessary to be qualified for election, shall ipso facto vacate said office.

IX.

The entire outstanding capital stock of this corporation is hereby agreed and declared to be assessable at such times and in such amounts as the Board of Directors of this corporation may deem for the best interests of the company, all of which assessments shall be limited, levied and collected in accordance with the Statutes of the State of Idaho.

X.

The stockholders shall not be individually liable for the debts of the corporation.

XI.

The Board of Directors shall have the power to make such Prudential by-laws as they deem proper for the management of the affairs of the corporation not inconsistent with these articles or the laws of the State, for the purpose of carrying on the business or objects of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands
this 21 day of November, A. D. 1961

Melvin J. Anderson
Melvin J. Anderson

Marjorie L. Anderson
Marjorie L. Anderson

Eleanor H. Lindstrom
Eleanor H. Lindstrom

STATE OF IDAHO)
COUNTY OF BANNOCK) ss.

On this 21 day of November, A. D. 1961, before
me, H. Everett Curzon, a Notary Public in and for
the State of Idaho, personally appeared Melvin J. Anderson,
Marjorie L. Anderson, and Eleanor H. Lindstrom, to me person-
ally known to be the persons whose names are subscribed to
the within instrument, and they duly acknowledged that they
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my Notarial Seal the day and year in this certificate
first above written.

My commission expires Sept. 1, 1965

H. Everett Curzon
Residing at Pocatello, Idaho