

COPY
IN THE DISTRICT COURT OF THE FOURTH JUDICIAL DISTRICT OF
THE STATE OF IDAHO, IN AND FOR THE COUNTY OF ADA

FILED
SEP 17 1968
In the Matter of the Dissolution
K.M.

of

**CLARENCE A. PLANTING, ATTORNEY
FOR LEWISTON SPECIALTY FOODS, INC.**
LEWISTON SPECIALTY FOODS, INC., a corporation.

DECREE OF DISSOLUTION

No. 41197

The voluntary application, duly verified, filed in the above-entitled court in the above-entitled matter on August 6, 1968, by Lewiston Specialty Foods, Inc., a corporation, and its directors, praying, among other things, that Lewiston Specialty Foods, Inc., be dissolved, came on regularly for hearing before this court sitting without a jury on this 17th day of September, 1968, on the said application and the records and files in this matter; Eberle & Berlin, of Boise, Ada County, Idaho, appeared as attorneys for said applicant.

It appeared to the court from said application and the records and files in this matter, and the court so finds, that the application was filed in this court on the 6th day of August, 1968, that an order was duly given, made and entered on the 6th day of August, 1968, directing that said application be filed with the clerk of this court and that said clerk give not less than thirty days' notice of such application by publication in The Intermountain Observer, a newspaper of general circulation printed and published in Boise, Ada County, Idaho, and that notice has been given and published as required by said order and the statutes of the State of Idaho in such case made and provided, and that the time for such publication has expired and that no objections have been made or filed to said application, and the time allowed by law and by said order and notice for filing of

such objections has expired and that the default of all persons for failure to appear, plead or file their objections to said application has been duly entered according to law.

Oral and documentary evidence was thereupon introduced in support of the allegations contained in said application; and, the evidence having been closed, the cause was submitted to the court for consideration and decision; and the court having heard the evidence and proof and examined all matters and proceedings herein mentioned, and having duly considered the same and being fully advised in the premises, further finds:

1. That Lewiston Specialty Foods, Inc., is now and at all times heretofore mentioned has been a corporation duly organized and existing under and by virtue of the laws of the State of Idaho, and that its registered office and principal place of business is now and at all times herein mentioned has been in Boise, Ada County, Idaho, and the real property of applicant is located in Lewiston, Nez Perce County, State of Idaho, having been disposed of by sale.

2. That the authorized capital stock of said corporation is now and at all times mentioned in the application for dissolution has been 250 shares of the par value of \$100.00 per share; the corporation has issued and there is outstanding 140 shares of said common stock of the company.

3. That the number of directors constituting the Board of Directors of Lewiston Specialty Foods, Inc., as specified in its Articles of Incorporation and By-Laws, is now and at all times mentioned in the application for dissolution has been three persons; that the names of the directors and officers of said corporation now in office and the post office address of each are as follows:

**Charles J. Martin, President and Director,
721 Wyndemere Drive, Boise, Idaho;**

**Roy C. Moore, Vice President and Director,
3732 Cabarton Lane, Boise, Idaho; and**

**Marvin K. Moore, Secretary and Director,
West 530 - 23rd Street, Spokane, Washington.**

That the said named persons are the officers and directors who have had and now have the management of the affairs of Lewiston Specialty Foods, Inc., all of whom signed the application for its dissolution.

4. That at a special meeting of the stockholders of Lewiston Specialty Foods, Inc., duly called for the purpose and held on the 28th day of March, 1968, the dissolution of said Lewiston Specialty Foods, Inc., was duly resolved upon by unanimous vote of all of the stockholders of said company.

5. That all the claims and demands against said Lewiston Specialty Foods, Inc., have been satisfied and discharged.

6. That all of the statements made in said application of Lewiston Specialty Foods, Inc., appear to be true and correct.

7. That said Lewiston Specialty Foods, Inc., should be dissolved as an Idaho corporation.

WHEREFORE, on motion of Eberle & Berlin, attorneys for applicant, IT IS HEREBY ORDERED, ADJUDGED and DECREED:

1. That Lewiston Specialty Foods, Inc., a corporation, heretofore organized and existing under and by virtue of the laws of the State of Idaho, shall be, and the same is hereby, dissolved.

2. That Charles J. Martin, Roy C. Moore and Marvin K. Moore, above mentioned, are the directors of the affairs of said Lewiston Specialty Foods, Inc., in office at this time, and as such and by operation of law are the statutory trustees

of creditors and stockholders in said Lewiston Specialty Foods, Inc., with full power to settle the affairs of said corporation and to distribute and convey all of the property of said corporation to its stockholders in the settlement of its affairs and in complete liquidation of the corporation; and that applicants shall have such other and further relief as may seem meet and equitable herein.

Done in open court this 17th day of September, 1968.

MERLIN S. YOUNG
District Judge

STATE OF IDAHO
COUNTY OF ADA
SS.
I, CLARENCE A. PLANTING, CLERK OF THE DISTRICT COURT OF THE
FOURTH JUDICIAL DISTRICT OF THE STATE OF IDAHO, IN AND FOR THE
COUNTY OF ADA, DO HEREBY CERTIFY THAT THE FOREGOING IS A
TRUE AND CORRECT COPY OF THE ORIGINAL ON FILE IN THIS OFFICE.
IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AF-
FIXED MY OFFICIAL SEAL THIS 17 DAY OF Sept., 1968
CLARENCE A. PLANTING, CLERK
BY Martha Hansen DEPUTY.