



Department of State.

I, **FRED E. LUKENS**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State, do hereby certify that a certified copy of the articles of incorporation of

ASSOCIATED DISTRIBUTORS COMPANY

duly certified by the Recorder of.....**Ada**.....County, to be a true copy of the original articles on file in his office, was filed in this department on the.....**21st**.....day of.....**July**.....A. D. One Thousand Nine Hundred.....and **twenty-eight**.....and is duly recorded in Book.....**4-10**..... of Domestic Corporations, Records of the State of Idaho, and that the said articles contain the statement of facts required by Section 4696 of Idaho Compiled Statutes, to-wit:

FIRST, The name of the Corporation as aforesaid; **SECOND**, The purpose for which it was formed; **THIRD**, The place where its principal business is to be transacted; **FOURTH**, The term for which it is to exist; **FIFTH**, The number of its directors or trustees; **SIXTH**, The amount of its capital stock and the number of shares into which it is divided; **SEVENTH**, The amount of its capital stock actually subscribed and by whom.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a body politic and corporate, by the name stated in the articles, for the term of.....**fifty**.....years.

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 **twenty-first**..... day of.....**July**....., in the year of our Lord one thousand nine hundred and **twenty-eight**....., and of the Independence of the United States of America the One Hundred and.....**Fifty-third**.....

Secretary of State.

ARTICLES OF INCORPORATION
OF
ASSOCIATED DISTRIBUTORS COMPANY.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned citizens of the United States of America, over the age of twenty-one years, and all of us being citizens and bona fide residents of the State of Idaho, do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby make, sign, acknowledge and file this certificate for the purpose as follows:

ARTICLE I.

The name of this corporation is and shall be:

ASSOCIATED DISTRIBUTORS COMPANY.

ARTICLE II.

The objects and purposes for which this corporation is formed and organized are:

1. To purchase or otherwise acquire franchises and licenses to buy, sell, deal in and handle Conlon Washing Machines; to manufacture, construct, purchase or otherwise acquire, and to sell, handle, and deal in washing machines and machinery of every kind, make and character used to wash, clean, purify, scour, bleach, wring, dry, iron, color, dye, disinfect, renovate and prepare for use all wearing apparel, household, domestic, and other linen, cotton and woolen goods and clothing and fabrics of all kinds, and to buy, sell, hire, manufacture, repair, let or hire, alter, improve or deal in all machines, materials and articles of all kinds, which are capable of being used for any such purposes; and to conduct a wholesale and retail business in any and all of said machinery, articles

and things.

2.. To apply for, obtain, register, purchase, lease, or otherwise acquire, and to hold, use, own, operate, and introduce, and to sell, assign, or otherwise dispose of any trade marks, trade names, patents, inventions, improvements, processes and formulas used in connection with any of the matters or things covered by the provisions of this article or secured under letters patent of the United States of America, or elsewhere or otherwise, and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade marks, patents, licenses, processes, formulas and the like, or any such property or rights.

3. To issue shares, stock debentures, debenture stock, bonds, and other obligations; to invest the money so obtained in and to hold, sell and deal in and with stock, shares, bonds, debentures, debenture stock and securities of any government, state, corporation, public or private, or other body or authority; to vary the investments of the company; to mortgage or charge all or any part of the property and rights of the company, including its uncalled capital; to make advances upon, hold in trust, issue on commission, sell or dispose of any of the investments aforesaid, or to act for any of the above or like purposes.

4. To borrow or raise money by the issue of any bonds, mortgages, debentures or debenture stock of the company, and to invest any money so raised in any such investments as aforesaid.

5. To offer for public subscription any shares of stock in the capital of, or debentures or debenture stock or other securities of, or otherwise to establish or promote, or concur in establishing or promoting any company, association, undertaking or public or private body. To guarantee the payment of dividends or

interest on any stocks, shares, debentures or other securities issued by, or any contract or obligation of any company, association, undertaking or public or private body.

6. To purchase, acquire, hold, own or dispose of the stocks and other evidences of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefor its stocks, bonds, or other obligations.

7. To buy or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invest, trade, and deal in any goods, wares, merchandise, and property of every class and description, including patents and patent rights, inventions and other improvements, trade marks, options, franchises, licenses, shares or rights in corporations, real property of any description, and also bonds, mortgages, securities of any kind or description, or other evidences of indebtedness, and investments or investment securities of any kind or description whatever, or to act as the agent for the sale or purchase of any of the same, or for any other purpose connected with any of the said above described powers; to promote corporations or enterprises of any character, including industrial enterprises, railroads, mines, real estate companies, banking institutions, and all other business or enterprises of any character, and to own and operate or finance the same; to aid in any manner any corporation or enterprise in which the company is interested; to endorse, underwrite or guarantee the stock, securities or undertaking of any corporation or persons.

8. To do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated herein, or incidental to the powers named herein, or which shall at any time appear conducive or expedient for the protection or benefit of the

corporation, and this to the same extent as fully as natural persons might or could do.

9. The Board of Directors shall have the power and authority to sell, assign, mortgage, convey or otherwise dispose of all of the property and assets of the corporation on such terms and conditions as they shall decide upon, whether for cash or property or stock or bonds of other corporations.

10. It is the intention that the objects and powers specified and clauses contained in this Article shall, except where otherwise expressed in said Article, be nowise limited or restricted by reference to or inference from the terms of any other clause of this or any other paragraph in these ARTICLES OF INCORPORATION, but that the objects and powers specified in each of the clauses of this Article or paragraph shall be regarded as independent objects and powers.

ARTICLE III.

The principal place of business of this corporation shall be Boise, Idaho.

ARTICLE IV.

That the term of existence of this corporation shall be fifty (50) years from and after the filing of these ARTICLES OF INCORPORATION.

ARTICLE V.

That the corporate powers of this corporation shall be vested in a Board of five (5) Directors who shall be elected annually at each succeeding meeting of the stockholders.

ARTICLE VI.

That the amount of the authorized capital stock of this

corporation shall be One hundred Thousand (\$100,000) Dollars divided into one hundred thousand (100,000) shares of the par value of One (\$1.00) Dollar each. Of such total authorized capital stock, sixty thousand (60,000) shares, amounting to Sixty Thousand (\$60,000) Dollars, shall be non-voting preferred stock and forty thousand (40,000) shares, amounting to Forty Thousand (\$40,000) Dollars, shall be voting common stock. From time to time, the preferred stock and the common stock may be increased according to law and may be issued in such amounts and proportions as shall be determined by the Board of Directors, and as may be permitted by law. The holders of the preferred stock shall be entitled to receive when and as declared, from the surplus or net profits of the corporation, yearly dividends at the rate of eight (8%) per cent per annum, and no more, payable quarterly on dates to be fixed by the by-laws. The dividends on the preferred stock shall be cumulative and shall be payable before any dividend on the common stock shall be paid or set apart; so that, if any year, dividends amounting to eight per cent shall not have been paid thereon, the deficiency shall be payable before any dividends shall be paid upon or set apart for the common stock. Whenever all cumulative dividends on the preferred stock for all previous years shall have been declared, and shall have become payable, and the accrued quarterly installments for the current year shall have been declared and the company shall have paid such cumulative dividends for previous years, and such accrued quarterly installments, or shall have set aside from its surplus or net profits a sum sufficient for the payment thereof, the Board of Directors may declare dividends on the common stock, payable then or thereafter, out of any remaining surplus or net profits.

ARTICLE VII.

That the amount of the capital stock actually subscribed is the sum of Three Hundred (\$300.00) Dollars, and the following are the names of the persons by whom the same has been subscribed and the amount of stock subscribed by each.

| <u>Name</u> | <u>Residence</u> | <u>No. Shares</u> | <u>Par Value</u> |
|------------------|------------------|-------------------|------------------|
| C. A. Barton, | Boise, Idaho, | 100 | \$100.00 |
| D. A. Stout, | Boise, Idaho, | 100 | 100.00 |
| Harry L. Barton, | Boise, Idaho, | 100 | 100.00 |

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 20th day of July, 1923.

C. A. Barton

D. A. Stout

Harry S. Barton

STATE OF IDAHO }
COUNTY OF ADA } ss.

On this 20th day of July, 1923, before me, James F. Ailshie, Jr., a notary public in and for said State, personally appeared C. A. Barton, D. A. Stout, and Harry L. Barton, 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.

(SEAL)

James F. Ailshie Jr.
Notary Public for Idaho
residing at Boise.