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ARTICLES OF INCORPORATION

OF

RAN-TEK, INC.

know ALL PERSONS BY THESE PRESENTS: That, we the undersigned being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

### ARTICLE I

The name of the corporation shall be RAN-TEK, INC.

### ARTICLE II

The purposes for which said corporation is formed are:

- A. To buy, exchange, rent, repair, or otherwise acquire, sell, exchange, or otherwise dispose of real property or interests in real property.
- B. To acquire by purchase or lease, or otherwise, real property and interests in real property, and to own, hold, improve, develop and manage any real property so acquired and to erect or cause to be erected on any real property owned, held, or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter, repair, or improve any buildings or other structures now or hereafter erected on any real property so owned, held or occupied, and to mortgage, sell, lease or otherwise dispose of any real property or interests in real property and in buildings or other structures at any time owned or held by the corporation.
- C. To cause to be formed, merged or reorganized or liquidated, and to promote, take charge of and aid in any way permitted by law, the formation, merger, reorganization or liquidation of any corporation, association or entity, domestic or foreign, either within or without the United States of America.

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- D. To generally engage in the business of buying, selling or otherwise dealing in notes, open accounts or other similar evidences of debt, and any and all other forms of real, personal or mixed property choses in action; to receive and accept transfers, pledges, mortgages and conditional sales contracts and to deal with the same as owner, lendor, assignee, factor, or otherwise as a means of security or of recovering money or property advanced, invested, or loaned; to conduct investigations and credit or business researches; and to repossess by legal process or otherwise for the enforcement of any property rights, liens, or interest in property.
- E. To borrow money and otherwise incur indebtedness without limit as to amount, and to draw, make, accept, endorse, transfer, assign, guarantee, execute and issue loans, debentures, notes, checks, drafts, bills of exchange, negotiable instruments, and all other instruments for the payment of money, negotiable or non-negotiable, and whether secured or unsecured.
- F. To conduct business in this state, other states, District of Columbia, territories or colonies of the United States and in foreign countries, and to have one or more offices and places of business out of this state, and to acquire, receive, purchase, lease, mortgage, dispose of and convey real or personal property situated therein.
- G. To purchase, insofar as the same may be done without impairing the capital of the corporation, except as otherwise permitted by law, and to hold, pledge and reissue shares of its own capital stock; provided that such stock, while so acquired and held, shall not be entitled to vote nor to receive dividends.
- H. To have, exercise and enjoy all of the powers now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all of the powers and privileges granted to corporations by Chapter 1 of Title 30 of the Idaho Code, and any present and future amendments thereto, and to do any act ARTICLES 2

or thing necessary or convenient for the transaction of the aforementioned business purposes and the carrying into effect of any and all of the aforesaid objects and purposes.

- I. To enter into contracts or obligations of any type or kind essential, necessary, convenient or proper to the transaction of its ordinary business affairs, or for any of the objects and purposes of the corporation. To appoint agents, subagents and salesmen, and to enter into all necessary contracts with agents, subagents and salesmen.
- J. All of the foregoing provisions of this Article II are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; provided, however, that nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which corporations formed under the laws of the State of Idaho may not carry on or do at the time. It is the intention that the purposes, objects and powers specified in each of the paragraphs of this Article II of these Articles of Incorporation shall, except as otherwise provided, in no wise be limited or restricted by references or inference from the terms of any other clause or paragraph in this Article, or of any other provision of these Articles of Incorporation.

# ARTICLE III

The corporation shall have perpetual existence.

# ARTICLE IV

The location and post office address of the corporation's registered office and primary office of business shall be at 1716 Beech, Caldwell, Idaho, 83605; the registered agent of the corporation is Thomas G. Porter, of the same address.

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### ARTICLE V

Stock. The Corporation shall be authorized to issue 1000 shares of non par value stock.

### ARTICLE VI

<u>Directors</u>. The number of directors constituting the initial Board of Directors is two and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

NAME

# <u>ADDRESS</u>

Melvin Kester Thomas G. Porter Rt. 5, Box 125, Caldwell, Idaho 83605 1716 Beech, Caldwell, Idaho 83605

### ARTICLE VII

The Board of Directors shall consist of three (3) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-laws; provided, however, that the number of directors constituting the Board of Directors shall not be less than three or more than seven. However, that where all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three, but not less than the number of stockholders.

# ARTICLE VIII

The Board of Directors, by a majority vote, shall have the power to adopt By-laws, and to repeal and amend By-laws.

## ARTICLE IX

No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation shall be in any way affected ARTICLES - 4

or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherewise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and the Director of the corporation who is also so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction, with like force and effect as if he were not such director or officer of such corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporator of said corporation has hereunto set his hand and seal this 15th day of April, 1986.

THOMAS G. PORTER

Melon

STATE OF IDAHO )

County of Canyon )

On this \_\_\_\_ day of April, 1986, before me, the undersigned, a Notary Public in and for said State, personally appeared THOMAS G. PORTER, and MELVIN KESTER, known to me to be the persons whose names are subscribed to the foregoing 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)

NOTARY PUBLIC for Idaho Residing at