

# 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

**STONE LUMBER CO., INC.**

was filed in the office of the Secretary of State on the **Seventh** day of **January**, A.D. One Thousand Nine Hundred **Sixty**, and duly recorded on Film No. **110** 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 **New Plymouth**, in the County of **Payette**.

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 **Seventh** day of **January**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

STUNZ LUMBER CO., INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all being citizens of the United States, of legal age, this day having voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, do hereby certify:

ARTICLE I.

The name of the corporation shall be "STUNZ LUMBER CO., INC."

ARTICLE II.

Purposes

(a) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance; to carry on a general building and construction business, and to manufacture and deal in builders' supplies of all kinds; to make, enter into, perform, and carry out contracts for constructing, altering, decorating, maintaining, furnishing, fitting up, and improving buildings of every sort and kind; to advance money to and enter into contracts and arrangements of all kinds with builders, property owners, and others; and to do all of the foregoing either as retailer, wholesaler, jobber, broker, or otherwise.

(b) To purchase, acquire, own, hold lease (either as lessor or as Lessee), sell, exchange, subdivide, mortgage and generally operate any real or personal property of any and every kind or description, within or without the State of Idaho, necessary, suitable or useful in connection with any of the objects or purposes herein set forth.

(c) To construct and erect buildings or structures upon and to improve and maintain any and all real property owned, leased or held by this corporation; and to equip, improve and generally operate any and all personal property owned by this corporation.

(d) To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that the shares of its own capital stock owned by it shall not be voted upon directly or indirectly.

(e) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms,

1 corporations, associations, any state, territory, or municipality  
2 of the United States or any foreign country, government or body  
3 politic.

4 (f) To acquire and hold all or any part of the capital stock,  
5 assets or good will of any business, of any person, firm, associa-  
6 tion or corporation engaged in any business in whole or in part sim-  
7 ilar to that of this corporation, consistent with the objects and  
8 purposes of this corporation, and to hold, utilize and in any man-  
9 ner dispose of the whole or any part of the stock, assets, good will  
10 and rights so acquired and to conduct in any lawful manner in whole  
11 or in part any business so acquired, and to undertake or assume the  
12 whole or any part of the obligations or liabilities of any person,  
13 firm, association or corporation engaged in the business so acquired.

14 (g) To adopt, apply for and register, purchase, lease or oth-  
15 erwise acquire and to use, maintain and protect and to sell, assign  
16 or grant licenses or other rights in respect of any trade marks,  
17 trade names, patents, patent rights, copyrights, inventions, formu-  
18 las, processes and rights analogous thereto.

19 (h) To borrow money for any purpose of this corporation, with-  
20 out limit as to amount, and to issue bonds, debentures, notes or oth-  
21 er evidences of indebtedness, secured or unsecured, of this corpora-  
22 tion for the moneys so borrowed, or in payment for property acquired,  
23 or for any other objects or purposes of this corporation, or in con-  
24 nection with its business; to secure payment of such debentures,  
25 notes or other obligations by mortgages or deeds of trust or pledges  
26 or other liens upon any or all of the property of this corporation  
27 wheresoever situated.

28 (i) To carry out all or any part of the foregoing objects or  
29 purposes as principal or agent, or otherwise, either along or in con-  
30 junction with any person, association or other corporation and in  
31 any part of the world; and in carrying on its business and for the  
32 purpose of attaining or furthering any of its objects or purposes,  
33 to make and perform such contracts of any kind and description, to  
34 do such acts and such things and to exercise any and all such powers  
35 as a natural person could lawfully make, perform, do or exercise,  
36 provided that the same be not inconsistent with the objects or pur-  
37 poses of this corporation, or the statutes of the State of Idaho.

38 (j) To conduct its business in all or any of its branches in  
39 the State of Idaho and in any and all other states, territories, pos-  
40 sessions, colonies and dependencies of the United States of America,  
41 and in the District of Columbia, and in any or all foreign countries,  
42 and to have one or more offices within or outside of the State of  
43 Idaho.

44 (k) The objects as specified herein shall, except as otherwise  
45 expressed, be in no way limited or restricted by reference to or in-  
46 ference from the terms of any other clause or paragraph of these  
47 Articles. The objects, purposes and powers specified in each of the  
48 clauses or paragraphs in these Articles shall be regarded as indepen-  
49 dent objects, purposes and powers.

50 The foregoing shall be construed as objects and powers and the  
51 enumeration thereof shall not be held to limit or restrain in any  
52 manner the general powers now or hereafter conferred on this corpora-  
53 tion by the statutes of the State of Idaho.

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ARTICLE III  
Duration

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV  
Place of Business

The location and post office address of the registered office of this corporation in the State of Idaho shall be New Plymouth, County of Payette.

ARTICLE V  
Stock

This corporation is authorized to issue one class of shares of its capital stock to be designated as common stock; the total number of shares of common stock which this corporation shall be authorized to issue is 100; and all of said shares shall have no par value.

ARTICLE VI  
Incorporators

The names and post office addresses of each of the incorporators of this corporation and the number of shares of said common capital stock subscribed by each of those incorporators are as follows:

| <u>NAME</u>   | <u>POST OFFICE ADDRESS</u> | <u>SHARES SUBSCRIBED</u> |
|---------------|----------------------------|--------------------------|
| O. C. Council | New Plymouth, Idaho        | One                      |
| Emil A. Stunz | Nyssa, Oregon              | One                      |
| Gene Stunz    | Nyssa, Oregon              | One                      |

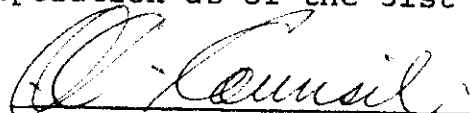
ARTICLE VII  
Capital Stock

The capital stock of this corporation shall be nonassessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

ARTICLE VIII

A director of this corporation shall not be required to be a holder of any of the shares of the common capital stock of the corporation.

IN WITNESS WHEREOF, We the undersigned, for the purpose of forming this corporation under the statutes of the State of Idaho, have executed these Articles of Incorporation as of the 31st day of December, 1959.

  
O. C. Council (SEAL)

  
Emil A. Stunz (SEAL)

  
Gene Stunz (SEAL)

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STATE OF OREGON )  
                  :  
County of Malheur)           ss.

BE IT REMEMBERED, That on this 5<sup>th</sup> day of January, 1960, before me, the undersigned, a Notary Public in and for said County and State, personally appeared the within named Emil A. Stunz and Gene Stunz, who are known to me to be the identical individuals described in and who executed the within instrument, and acknowledged to me that they executed the same freely and voluntarily.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

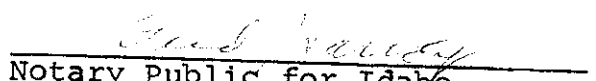
  
Notary Public for Oregon

My Commission Expires 9/3/63

STATE OF IDAHO )  
                  :  
County of Payette)           ss.

BE IT REMEMBERED, That on this 10<sup>th</sup> day of January, 1960, before me, the undersigned, a Notary Public in and for said County and State, personally appeared the within named O. C. Council, who is known to me to be the identical individual described in and who executed the within instrument, and acknowledged to me that he executed the same freely and voluntarily.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

  
Notary Public for Idaho

My Commission Expires: 11/2/1962